IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re

In re

Chapter 11

Case No. 05-44481 (RDD)

Reorganized Debtors.

(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On January 12, 2010, I caused to be served the documents listed below (i) upon the parties listed on <u>Exhibit A</u> hereto via overnight mail, (ii) upon the parties listed on <u>Exhibit B</u> hereto via electronic notification, and (iii) upon the parties listed on <u>Exhibit C</u> hereto via postage pre-paid U.S. mail:

- Notice of Hearing with Respect to Debtors' Objection to Proof of Claim No. 16805 (Charles K. Veenstra) (Docket No. 19305) [a copy of which is attached hereto as <u>Exhibit D</u>]
- 2) Notice of Hearing with Respect to Reorganized Debtors' Objection to Administrative Expense Claim No. 17863 (Robert E. Dettinger) (Docket No. 19306) [a copy of which is attached hereto as Exhibit E]
- 3) Notice of Hearing with Respect to Debtors' Objection to Proof of Claim No. 5368 (Anthony N. Gardner) (Docket No. 19307) [a copy of which is attached hereto as Exhibit F]

On January 12, 2010, I caused to be served the document listed below upon the party listed on <u>Exhibit G</u> hereto via overnight mail:

4) Notice of Hearing with Respect to Debtors' Objection to Proof of Claim No. 16805 (Charles K. Veenstra) (Docket No. 19305) [a copy of which is attached hereto as Exhibit D]

On January 12, 2010, I caused to be served the document listed below upon the party listed on <u>Exhibit H</u> hereto via overnight mail:

5) Notice of Hearing with Respect to Reorganized Debtors' Objection to Administrative Expense Claim No. 17863 (Robert E. Dettinger) (Docket No. 19306) [a copy of which is attached hereto as Exhibit E]

On January 12, 2010, I caused to be served the document listed below upon the party listed on <u>Exhibit I</u> hereto via overnight mail:

6) Notice of Hearing with Respect to Debtors' Objection to Proof of Claim No. 5368 (Anthony N. Gardner) (Docket No. 19307) [a copy of which is attached hereto as Exhibit F]

Dated: January 14, 2010	
·	/s/ Darlene Calderon
	Darlene Calderon
State of California	
County of Los Angeles	
· · · · · · · · · · · · · · · · · · ·	ore me on this 14th day of January, 2010, by is of satisfactory evidence to be the person who
Signature: /s/ Aimee M. Parel	<u> </u>
Commission Expires: 9/27/13	

EXHIBIT A

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STAT	E ZIP	PHONE	FAX	PARTY / FUNCTION
									Counsel to Recticel Interiors; Motorola;
Barnes & Thornburg LLP	Peter A. Clark	One North Wacker Drive	Suite 4400	Chicago	IL	60606-2833	312-214-5668	312-759-5646	Temic Automotive
-				Ĭ					
Brown Rudnick Berlack Israels LLP	Robert J. Stark	Seven Times Square		New York	NY	10036	212-209-4800	212-2094801	Indenture Trustee
Cohen, Weiss & Simon	Bruce Simon	330 W. 42nd Street		New York	NY	10036	212-356-0231		
									Counsel to Flextronics International, Inc.,
									Flextronics International USA, Inc.;
									Multek Flexible Circuits, Inc.; Sheldahl de
									Mexico S.A.de C.V.; Northfield
									Acquisition Co.; Flextronics Asia-Pacific
Curtis, Mallet-Prevost, Colt & Mosle									Ltd.; Flextronics Technology (M) Sdn.
LLP	Steven J. Reisman	101 Park Avenue		New York	NY	10178-0061	2126966000	2126971559	Bhd
CC1	Steven 6. Reisinan	1011 dik / Wende		TYOW TOTAL	141	10170 0001	2120300000	2120071000	Counsel to Debtor's Postpetition
	Donald Bernstein						212-450-4092	212-450-3092	Administrative Agent; Counsel to
Davis, Polk & Wardwell LLP	Brian Resnick	450 Lexington Avenue		New York	NY				JPMorgan Chase Bank, N.A.
Davis, Folk & Waldwell EEF	Dilait Nesilick	430 Lexington Avenue		INEW TOTA	INI	10017	212-430-4213	212-430-3213	or Worgan Chase Bank, N.A.
Delphi Automotive LLP	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	МІ	48098	248-813-2000	240 012 2401	
Delprii Automotive LLP	Sean Corcoran, Raien Clair	3723 Delprii Drive		TTOY	IVII	46096	240-013-2000	240-013-2491	
DPH Holdings Corp.	John Brooks	5725 Delphi Drive		Trov	МІ	48098	248-813-2143		Reorganized Debtors
DPH Holdings Corp.	JOHN BIOOKS	5725 Delprii Drive		Troy	IVII	40090	240-013-2143		Reorganized Debtors
Claytranias International	Carrie L Schiff	205 Interlegion Derkugy		Broomfield	СО	90021	202 027 4952	202 652 4746	Councel to Floytranica International
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	CO	80021	303-927-4853	303-652-4716	Counsel to Flextronics International
Floritaria latementia el 110A la e	Devil M. Aradanaan	2000 Fasture - Drive		0 1	0.4	05404	400 400 4000		Counsel to Flextronics International USA,
Flextronics International USA, Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA	95131	408-428-1308		Inc.
	Brad Eric Sheler								
	Bonnie Steingart								
Fried, Frank, Harris, Shriver &	Jennifer L Rodburg								Counsel to Equity Security Holders
Jacobson	Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	Committee
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-2471010	212-841-9350	Financial Advisors to Debtors
		1701 Pennsylvania							
Groom Law Group	Lonie A. Hassel	Avenue, NW		Washington	DC	20006	202-857-0620	202-659-4503	Counsel to Employee Benefits
Hodgson Russ LLP	Garry M. Graber	60 East 42nd St	37th Floor	New York	NY	10165-0150	212-661-3535	212-972-1677	Counsel to Hexcel Corporation
Honigman Miller Schwartz and Cohr		2290 First National	660 Woodward						
LLP	Frank L. Gorman, Esq.	Building	Avenue	Detroit	MI	48226-3583	313-465-7000	313-465-8000	Counsel to General Motors Corporation
Honigman Miller Schwartz and Cohr		2290 First National	660 Woodward						
LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI	48226-3583			Counsel to General Motors Corporation
Internal Revenue Service	Attn: Insolvency Department	477 Michigan Ave	Mail Stop 15	Detroit	MI	48226	313-628-3648	313-628-3602	Michigan IRS
	Attn: Insolvency Department,				1				
Internal Revenue Service	Maria Valerio	290 Broadway	5th Floor	New York	NY		212-436-1038		
Jefferies & Company, Inc,	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY	10022	212-284-2521	212-284-2470	UCC Professional
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	212-270-4016	Prepetition Administrative Agent
	Susan Atkins, Gianni								
JPMorgan Chase Bank, N.A.	Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	212-270-0430	Postpetition Administrative Agent
Kramer Levin Naftalis & Frankel		1177 Avenue of the			1	1.2.1.2			Counsel Data Systems Corporation; EDS
IIP	Gordon Z. Novod	Americas		New York	NY	10036	212-715-9100	212-715-8000	Information Services, LLC
Kramer Levin Naftalis & Frankel		1177 Avenue of the				.0000	/ 10 0 100	/ 10 0000	Counsel Data Systems Corporation; EDS
LLP	Thomas Moers Mayer	Americas		New York	NY	10036	212-715-9100	212-715-8000	Information Services, LLC
<u> </u>	Thomas Moers Mayer	Americas		IACM LOLK	111	10030	212-113-3100	Z 1Z-1 13-0000	miorination octations, LLC

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COMPANY	CONTACT	ADDRESS1	ADDRESS	CITY	CTATE	7ID	DHONE	EAV	DARTY / FUNCTION
COMPANY			ADDRESS2	CITY	STATE		PHONE	FAX	PARTY / FUNCTION
Kurtzman Carson Consultants	Sheryl Betance	2335 Alaska Ave	E 4 E	El Segundo	CA	90245			Noticing and Claims Agent
Law Debenture Trust of New York	Daniel R. Fisher	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	Indenture Trustee
Law Debenture Trust of New York	Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	Indenture Trustee
McDermott Will & Emery LLP	David D. Cleary	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	Counsel to Recticel North America, Inc.
McDermott Will & Emery LLP	Jason J. DeJonker	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	Counsel to Recticel North America, Inc.
McDermott Will & Emery LLP	Mohsin N. Khambati	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	Counsel to Recticel North America, Inc.
McTigue Law Firm		5301 Wisconsin Ave. N.W.	Suite 350		DC	20015	202-364-6900	202-364-9960	
McTigue Law Firm	J. Brian McTigue	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Mesirow Financial	Leon Szlezinger	666 Third Ave	21st Floor	New York	NY	10017	212-808-8366	212-682-5015	UCC Professional
Milbank Tweed Hadley & McCloy LLP	Gregory A Bray Esq Thomas R Kreller Esq James E Till Esq	601 South Figueroa Street	30th Floor	Los Angeles	CA	90017	213-892-4000	213-629-5063	
New York State Office of Attorney General	Eugene J. Leff	Assistant Attorney General & Deputy Bureau Chief	120 Broadway, 26th Floor	New York	NY	10271	212-416-8465	212-416-6007	State of New York; New York State Department of Environmental Consevation
Northeast Regional Office	Mark Schonfeld, Regional Director	3 World Financial Center	Room 4300	New York	NY	10281	212-336-1100	212-336-1323	Securities and Exchange Commission
Office of New York State	Attorney General Eliot Spitzer			New York City	NY	10271			New York Attorney General's Office
O'Melveny & Myers LLP	Robert Siegel	400 South Hope Street		Los Angeles	CA	90071	213-430-6000	213-430-6407	Special Labor Counsel
O'Melveny & Myers LLP	Tom A. Jerman, Rachel Janger	1625 Eye Street, NW		Washington	DC	20006	202-383-5300	202-383-5414	Special Labor Counsel
Paul, Weiss, Rifkind, Wharton & Garrison LLP	Stephen J. Shimshak Philip A Weintraub	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3000	212-757-3990	
Pension Benefit Guaranty Corporation	Israel Goldowitz	1200 K Street, N.W.	Suite 340	Washington	DC	20005-4026	2023264020	2023264112	Chief Counsel to the Pension Benefit Guaranty Corporation
Pension Benefit Guaranty Corporation	Karen L. Morris, John Menke, Ralph L. Landy, Beth A. Bangert	1200 K Street, N.W.	Suite 340		DC	20005	202-326-4020		Counsel to Pension Benefit Guaranty Corporation
Phillips Nizer LLP	Sandra A. Riemer	666 Fifth Avenue		New York	NY	10103	212-841-0589	212-262-5152	Counsel to Freescale Semiconductor, Inc., f/k/a Motorola Semiconductor Systems
Rothchild Inc.	David L. Resnick	1251 Avenue of the Americas		New York	NY	10020	212-403-3500	212-403-5454	Financial Advisor
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY				Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc.
Shearman & Sterling LLP	Douglas Bartner, Jill Frizzley	599 Lexington Avenue		New York	NY	10022	212-8484000	212-848-7179	Local Counsel to the Reorganized Debtors

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	PARTY / FUNCTION
Observations Assess Observation 9	Jaha Was Budha Jaha K								
Skadden, Arps, Slate, Meagher &	John Wm. Butler, John K.	455 NIWe also a Date of	0.4. 0700	Obia a sua		00000 4700	040 407 0700	040 407 0444	O
Flom LLP	Lyons, Ron E. Meisler	155 N Wacker Drive	Suite 2700	Chicago	IL	60606-1720	312-407-0700	312-407-0411	Counsel to the Reorganized Debtor
Skadden, Arps, Slate, Meagher &									
Flom LLP	Kayalyn A. Marafioti	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	212-735-2000	Counsel to the Reorganized Debtor
									Counsel to Movant Retirees and
		1 North Brentwood							Proposed Counsel to The Official
Spencer Fane Britt & Browne LLP	Daniel D. Doyle	Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	Committee of Retirees
									Counsel to Movant Retirees and
		1 North Brentwood							Proposed Counsel to The Official
Spencer Fane Britt & Browne LLP	Nicholas Franke	Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	Committee of Retirees
	Jon D. Cohen, Trent P.								
Stahl Cowen Crowley Addis LLC	Cornell	55 West Monroe Street	Suite 1200	Chicago	IL	60603	312-641-0060	312-641-6959	Counsel to the Delphi Retiree Committee
	Chester B. Salomon,								
Stevens & Lee, P.C.	Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	2123198505	Counsel to Wamco, Inc.
									Conflicts Counsel to the Reorganized
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	212-967-4258	Debtors
								212-668-2255	
								does not take	
United States Trustee	Brian Masumoto	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	service via fax	Counsel to United States Trustee
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	212-310-8077	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	Counsel to General Motors Corporation
Weil Catabal & Mangaa I I D	Martin I Biananatask Fac	767 Fifth Avenue		Now York	NY	10153	212 210 9000	212 210 9007	Council to Conoral Motors Core a ration
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY				Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue	1100 North Market	New York	IN Y	10153	212-310-8000	212-310-8007	Counsel to General Motors Corporation Creditor Committee Member/Indenture
Wilmington Trust Company	Stavan M. Cimalara	Bodnov Cauara Narth		Milminato:	DE	10000	202 626 6050	202 626 4442	
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	Street	Wilmington	DE	19890	302-636-6058	302-636-4143	Trustee

EXHIBIT B

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DPH Holdings Corp.
Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	7IP	PHONE	EMAIL	PARTY / FUNCTION
COMI AIVI	CONTACT	ADDICESST	ADDICESSE	OIII	SIAIL	60606-	THORE	LWAIL	Counsel to Recticel Interiors; Motorola;
Barnes & Thornburg LLP	Peter A. Clark	One North Wacker Drive	Suito 4400	Chicago	IL	2833	212 214 5669	pclark@btlaw.com	Temic Automotive
Brown Rudnick Berlack Israels	Felei A. Claik	One North Wacker Drive	Suite 4400	Criicago	IL.	2000	312-214-3000	pciark@bliaw.com	Terric Automotive
LLP	Robert J. Stark	Seven Times Square		New York	NY	10036	212-200-4800	rstark@brownrudnick.com	Indenture Trustee
Cohen, Weiss & Simon	Bruce Simon	330 W. 42nd Street		New York	NY	10036		bsimon@cwsny.com	indentare trustee
Corieri, Weiss & Simon	Bruce Simon	330 W. 42Hu Street		New TOIK	INT	10036	212-330-0231	DSIMON@CWSNy.com	Counsel to Flextronics International, Inc.,
									Flextronics International USA, Inc.;
									Multek Flexible Circuits, Inc.; Sheldahl de
									Mexico S.A.de C.V.; Northfield
									Acquisition Co.; Flextronics Asia-Pacific
Curtis. Mallet-Prevost. Colt &						10178-			Ltd.; Flextronics Technology (M) Sdn.
Mosle LLP	Steven J. Reisman	101 Park Avenue		New York	NY	0061	2126966000	sreisman@cm-p.com	Bhd
IVIOSIE ELI	Steven 3. Reisman	1011 alk Avenue		INCW TOTA	INI	0001	2120300000	STEISHIAIT® CITI-p.com	Counsel to Debtor's Postpetition
	Donald Bernstein						212-450-4002	donald.bernstein@dpw.com	Administrative Agent; Counsel to
Davis, Polk & Wardwell LLP	Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4213		JPMorgan Chase Bank, N.A.
Davis, i oik & Waidwell LLi	Brian Resilier	450 Lexington Avenue		INCW TOTA	INI	10017	212-430-4213	sean.p.corcoran@delphi.co	or worgan onase bank, N.A.
								m	
Delphi Automotive LLP	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI	48098	248-813-2000	karen.j.craft@delphi.com	
Delprii Automotive EEF	Sean Colcolan, Raien Clair	3723 Delphi Drive		TTOY	IVII	40030	240-013-2000	<u>karen.j.crait@deiphii.com</u>	
DPH Holdings Corp.	John Brooks	5725 Delphi Drive		Troy	МІ	48098	2/8-813-21/3	john.brooks@delphi.com	Reorganized Debtors
Di Ti Tioldings Corp.	JOHN BIOOKS	3723 Delphi Drive		TTOY	IVII	40030	240-013-2143	JOHN. DI OOKS @ GEIDHI. COM	Reorganized Debtors
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	СО	80021	303-027-4853	cschiff@flextronics.com	Counsel to Flextronics International
Flextronics International USA,	Carrie L. Scriiii	303 Interlocker i arkway		Diodifficia	00	00021	303-321-4033	paul.anderson@flextronics.com	Counsel to Flextronics International USA,
Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA	95131	408-428-1308	•	Inc.
IIIC.	Brad Eric Sheler	2090 I Oltulie Dilve		Sail Juse	CA	33131	400-420-1300	<u>om</u>	IIIC.
	Bonnie Steingart								
Fried, Frank, Harris, Shriver &	Jennifer L Rodburg							rodbuie@ffhsi.com	Counsel to Equity Security Holders
Jacobson	Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	sliviri@ffhsi.com	Committee
Jacobson	Richard 5 Silvinski	One New Tork Haza		INCW TOTA	INI	10004	212-033-0000	randall.eisenberg@fticonsul	
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-2471010	ing.com	Financial Advisors to Debtors
i ii consulting, inc.	Randali S. Lisenberg	1701 Pennsylvania	1111111001	INCW TOTA	INI	10030	212-24/1010	ing.com	I mancial Advisors to Debtors
Groom Law Group	Lonie A. Hassel	Avenue, NW		Washington	DC	20006	202-857-0620	lhassel@groom.com	Counsel to Employee Benefits
Groom Law Group	Lonie A. Hasser	Avenue, IVV		vvasinigion	DC	20000	202-031-0020	masser@groom.com	Course to Employee Benefits
						10165-			
Hodgson Russ LLP	Garry M. Graber	60 East 42nd St	37th Floor	New York	NY	0150	212-661-3535	ggraber@bodgeopruse.com	Counsel to Hexcel Corporation
Honigman Miller Schwartz and	Carry W. Craber	2290 First National	660 Woodward	INOW FOIR	141	48226-	212 001 0000	ggraber enougaon ass.com	Course to Flexeer Corporation
Cohn LLP	Frank L. Gorman, Esq.	Building	Avenue	Detroit	МІ	3583	313-465-7000	fgorman@honigman.com	Counsel to General Motors Corporation
Honigman Miller Schwartz and	Trank E. Coman, Esq.	2290 First National	660 Woodward	Detroit	IVII	48226-	010 400 7000	igoman@nonigman.com	Course to Ceneral Motors Corporation
Cohn LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI	3583	313-465-7000	rweiss@honigman.com	Counsel to General Motors Corporation
Jefferies & Company, Inc,	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY	10022		bderrough@jefferies.com	UCC Professional
deficites a company, me,	William Q. Denough	020 Madison / Wende	120111001	INOW FOIR	141	10022	212 204 2021	richard.duker@ipmorgan.co	CCC i Totessional
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	m	Prepetition Administrative Agent
or worgan chase bank, 14.7t.	THE HAT DUKE	2701 and Avenue		INOW FOIR	141	10017	212 270 0404	susan.atkins@jpmorgan.co	r repetition / tariffination / tgent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russelle	0 277 Park Ave 8th FI		New York	NY	10172	212-270-0426		Postpetition Administrative Agent
Kramer Levin Naftalis & Frankel		1177 Avenue of the		INOW FOIR	141	10172	212 270 0420	<u></u>	Counsel Data Systems Corporation; EDS
LLP	Gordon Z. Novod	Americas		New York	NY	10036	212-715-9100	gnovod@kramerlevin.com	Information Services, LLC
Kramer Levin Naftalis & Frankel		1177 Avenue of the		INOW FOIR	141	10000	212 7 10 5 100	gnovod e kramenevin.com	Counsel Data Systems Corporation; EDS
LLP	Thomas Moers Mayer	Americas		New York	NY	10036	212-715-9100	tmayer@kramerlevin.com	Information Services, LLC
Kurtzman Carson Consultants	Sheryl Betance	2335 Alaska Ave		El Segundo	CA	90245	310-823-9000		Noticing and Claims Agent
Law Debenture Trust of New	Chory Dotanoe	2000 / Hadika AVE		Li Cogulido	5,1	30240	310 020-3000	SECTION OF ROUTE.COTT	Troughly and Olaims Agent
York	Daniel R. Fisher	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	daniel.fisher@lawdeb.com	Indenture Trustee
Law Debenture Trust of New	Daniel IV. 1 ISHEI	100 MIGGIOUTI AVE	. Julia i 100i	. NOW TOIK	1.4.1	10017	212 130-0414	Garnothioner & Idwards.com	macharo madeo
York	Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	patrick.healy@lawdeb.com	Indenture Trustee
1 OIK	i action of Floury	100 MIGGISTING	. Julii i 1001	LACAN LOLK	10.0	10017	212100-04/4	patrion.rically @lawdeb.com	maomaro maotoo

In re. DPH Holdings Corp., et al. Case No. 05-44481 (RDD)

05-44481-rdd Doc 19322 Filed 01/14/10 Entered 01/14/10 20:17:27 Main Document Pg 9 of 144 DPH Holdings Corp. Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
McDermott Will & Emery LLP	Jason J. DeJonker	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	jdejonker@mwe.com	Counsel to Recticel North America. Inc.
Webermon Will a Emery LEI	Oddon C. Dedonker	ZZ7 VVCSt WOMOC Otrect	Guite 0400	Ornoago		00000	012 012 2000	Jacjonker @niwe.com	Counsel to Movant Retirees and
		5301 Wisconsin Ave.							Proposed Counsel to The Official
McTigue Law Firm	Cornish F. Hitchcock	N.W.	Suite 350	Washington	DC	20015	202-364-6900	conh@mctiquelaw.com	Committee of Retirees
				Ŭ					Counsel to Movant Retirees and
		5301 Wisconsin Ave.							Proposed Counsel to The Official
McTigue Law Firm	J. Brian McTigue	N.W.	Suite 350	Washington	DC	20015	202-364-6900	bmctigue@mctiguelaw.com	Committee of Retirees
								Iszlezinger@mesirowfinanci	
Mesirow Financial	Leon Szlezinger	666 Third Ave	21st Floor	New York	NY	10017	212-808-8366	<u>al.com</u>	UCC Professional
	Gregory A Bray Esq							gbray@milbank.com	Counsel to Cerberus Capital
Milbank Tweed Hadley &	Thomas R Kreller Esq	601 South Figueroa						tkreller@milbank.com	Management LP and Dolce Investments
McCloy LLP	James E Till Esq	Street	30th Floor	Los Angeles	CA	90017	213-892-4000	jtill@milbank.com	LLC
h		Assistant Attorney	400 D					1,50	State of New York; New York State
New York State Office of		General & Deputy	120 Broadway,			40074	040 440 0405	eugene.leff@oag.state.ny.u	Department of Environmental
Attorney General	Eugene J. Leff	Bureau Chief	26th Floor	New York	NY	10271	212-416-8465	<u>S</u>	Consevation
North and Dagional Office	Mark Schonfeld, Regional	2 World Financial Contar	Doom 4200	Now York	NY	10001	212 226 1100	newyork@sec.gov	Securities and Evaluates Commission
Northeast Regional Office	Director	3 World Financial Center	R00III 4300	New York	INT	10281	212-336-1100	newyork@sec.gov	Securities and Exchange Commission
				New York				william.dornbos@oag.state.	
Office of New York State	Attorney General Eliot Spitzer	120 Broadway		City	NY	10271	212-416-8000	nv.us	New York Attorney General's Office
O'Melveny & Myers LLP	Robert Siegel	400 South Hope Street		Los Angeles	CA	90071	213-430-6000		Special Labor Counsel
C Melverly & Myers LEI	Tom A. Jerman, Rachel	400 Count Hope Cheet		Los / trigeres	On	30071	210 400 0000	TSICGCI & OTHITI.COM	opediai Eabor Courisci
O'Melveny & Myers LLP	Janger	1625 Eye Street, NW		Washington	DC	20006	202-383-5300	tjerman@omm.com	Special Labor Counsel
i merrerry a myere <u>zz</u> .	Jan.igo.	1020 2ye 01.001, 1111		Tracimigion		20000	202 000 0000	<u> </u>	
Paul, Weiss, Rifkind, Wharton	Stephen J. Shimshak	1285 Avenue of the				10019-		sshimshak@paulweiss.com	Counsel to Ryder Integrated Logistics,
& Garrison LLP	Philip A Weintraub	Americas		New York	NY	6064	212-373-3000	pweintraub@paulweiss.com	
	·							landy.ralph@pbqc.gov	
								morris.karen@pbqc.gov	
	Karen L. Morris, John Menke,							menke.john@pbfgc.gov	
Pension Benefit Guaranty	Ralph L. Landy, Beth A.							bangert.beth@pbgc.gov	Counsel to Pension Benefit Guaranty
Corporation	Bangert	1200 K Street, N.W.	Suite 340	Washington	DC	20005	202-326-4020	efile@pbgc.gov	Corporation
									Counsel to Freescale Semiconductor,
									Inc., f/k/a Motorola Semiconductor
Phillips Nizer LLP	Sandra A. Riemer	666 Fifth Avenue		New York	NY	10103	212-841-0589	sriemer@phillipsnizer.com	Systems
		1251 Avenue of the						david.resnick@us.rothschild	
Rothchild Inc.	David L. Resnick	Americas		New York	NY	10020	212-403-3500	<u>.com</u>	Financial Advisor
						10010			
Conforth Observation	Dalacet M. Danasılıdı	OOO Fishth Asse		Name	NIV/	10018-	040 040 5500	and an and all the analysis of a settle and an	Counsel to Murata Electronics North
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	1405	212-218-5500	rdremluk@seyfarth.com dbartner@shearman.com	America, Inc.; Fujikura America, Inc.
Chaarman & Starling LLD	Douglas Bortoss, III Frizzlav	EOO Lavington Avenue		Now York	NY	10000	242 9494000	ifrizzlev@shearman.com	Local Counsel to the Reorganized
Shearman & Sterling LLP	Douglas Bartner, Jill Frizzley	599 Lexington Avenue		New York	INT	10022	212-8484000	<u>Jinzziey@snearman.com</u>	Debtors
								ibutler@skadden.com	
Skadden, Arps, Slate, Meagher	John Wm. Butler, John K.					60606-		ilvonsch@skadden.com	
& Flom LLP	Lyons, Ron E. Meisler	155 N Wacker Drive	Suite 2700	Chicago	IL	1720	312-407-0700	rmeisler@skadden.com	Counsel to the Reorganized Debtor
a i ioni eli	Lyono, Ron L. Meisiei	TOO IN WACKET DIIVE	Callo 27 00	Jinoago	-	1120	512 401-0100	THOUSING CONCUCENT.COM	Counsel to the Reorganized Debtol
Skadden, Arps, Slate, Meagher									

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	7ID	PHONE	EMAIL	PARTY / FUNCTION
COMPANT	CONTACT	ADDRESSI	ADDRESS2	CITT	SIAIL	ZIF	FIIONL	LWAIL	Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood							Proposed Counsel to The Official
LLP	Daniel D. Doyle	Boulevard	Tenth Floor	St. Louis	МО	63105	314-863-7733	ddoyle@spencerfane.com	Committee of Retirees
	,								Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood							Proposed Counsel to The Official
LLP	Nicholas Franke	Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	nfranke@spencerfane.com	Committee of Retirees
Stahl Cowen Crowley Addis	Jon D. Cohen, Trent P.							jcohen@stahlcowen.com	
LLC	Cornell	55 West Monroe Street	Suite 1200	Chicago	IL	60603	312-641-0060	tcornell@stahlcowen.com	Counsel to the Delphi Retiree Committee
	Chester B. Salomon,							cp@stevenslee.com	
Stevens & Lee, P.C.	Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	cs@stevenslee.com	Counsel to Wamco, Inc.
									Conflicts Counsel to the Reorganized
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	altogut@teamtogut.com	Debtors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	harvey.miller@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	jeff.tanenbaum@weil.com	Counsel to General Motors Corporation
								martin.bienenstock@weil.co	
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	<u>m</u>	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	michael.kessler@weil.com	Counsel to General Motors Corporation
			1100 North Market					scimalore@wilmingtontrust.	Creditor Committee Member/Indenture
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	Street	Wilmington	DE	19890	302-636-6058	com	Trustee

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
								34 956 226		
Adalberto Cañadas Castillo		Avda Ramon de Carranza	10-1°	Cadiz		11006	Spain	311	adalberto@canadas.com	Representative to DASE
										Attorneys for Fry's Metals Inc. and
Adler Pollock & Sheehan PC	Joseph Avanzato	One Citizens Plz 8th Fl		Providence	RI	02903		401-274-7200	javanzato@apslaw.com	Specialty Coatings Systems Eft
		259 Radnor-Chester Road,	D 0 D 0075							
Airgas, Inc.	David Boyle	Suite 100	P.O. Box 6675	Radnor	PA	19087-8675		610-902-6028	david.boyle@airgas.com	Counsel to Airgas, Inc.
Akebono Brake Corporaton	Brandon J. Kessinger	310 Ring Road		Elizabethtown	KY	42701		270-234-5580	bkessinger@akebono-usa.com	Representative for Akebono Corporation
Akin Gump Strauss Hauer & Feld,		1333 New Hampshire Ave		Elizabethtown	N I	42701		270-234-3360	bkessinger@akebono-usa.com	Counsel to TAI Unsecured
IIIP	David M Dunn	NW		Washington	DC	20036		202-887-4000	ddunn@akingump.com	Creditors Liquidating Trust
Akin Gump Strauss Hauer & Feld,				vvasiiiigtori	50	20000		202 007 4000	dddiiri@akingdriip.com	Counsel to TAI Unsecured
LLP	Ira S Dizengoff	One Bryant Park		New York	NY	10036		212-872-1000	idizengoff@akingump.com	Creditors Liquidating Trust
Akin Gump Strauss Hauer & Feld,										and an area and area and area area area area area area area are
LLP	Peter J. Gurfein	2029 Centure Park East	Suite 2400	Los Angeles	CA	90067		310-552-6696	pgurfein@akingump.com	Counsel to Wamco, Inc.
Allen Matkins Leck Gamble &										
Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
										Counsel to Cadence Innovation,
Alston & Bird, LLP	Craig E. Freeman	90 Park Avenue		New York	NY	10016		212-210-9400	craig.freeman@alston.com	LLC
										Counsel to Cadence Innovation,
										LLC, PD George Co, Furukawa
										Electric Companay, Ltd., and
Alatan 8 Dind LLD	Dennis J. Connolly; David	1001 West December Chart		A41==4=	C 4	20200		104 004 7000	dconnolly@alston.com dwender@alston.com	Furukawa Electric North America
Alston & Bird, LLP American Axle & Manufacturing,	A. Wender	1201 West Peachtree Street One Dauch Drive, Mail Code		Atlanta	GA	30309		404-881-7269	dwender@aiston.com	APD, Inc. Representative for American Axle
Inc.	Steven R. Keyes	6E-2-42		Detroit	МІ	48243		313-758-4868	steven.keyes@aam.com	& Manufacturing, Inc.
IIIC.	Sieven K. Keyes	0L-2-42		Detroit	IVII	40243		313-730-4000	Steven.keyes@aam.com	Counsel to ITW Mortgage
Andrews Kurth LLP	Gogi Malik	1717 Main Street	Suite 3700	Dallas	TX	75201		214-659-4400	gogimalik@andrewskurth.com	Investments IV, Inc.
Anglin, Flewelling, Rasmussen,	o og									Counsel to Stanley Electric Sales
Campbell & Trytten, LLP	Mark T. Flewelling	199 South Los Robles Avenue	Suite 600	Pasadena	CA	91101-2459		626-535-1900	mtf@afrct.com	of America, Inc.
										Counsel to Pullman Bank and
Arent Fox PLLC	Robert M. Hirsh	1675 Broadway		New York	NY	10019		212-484-3900	Hirsh.Robert@arentfox.com	Trust Company
										Counsel to Daishinku (America)
										Corp. d/b/a KDS America
										("Daishinku"), SBC
Arnall Golden Gregory LLP	Darryl S. Laddin	171 17th Street NW	Suite 2100	Atlanta	GA	30363-1031		404-873-8120	dladdin@agg.com	Telecommunications, Inc. (SBC)
Annald & Dantar I I D	Joel M. Gross	EEE Twelfth Change NIV		\\/	D.C.	20004-1206		202 042 5000	:! @	Counsel to CSX Transportation,
Arnold & Porter LLP ATS Automation Tooling Systems		555 Twelfth Street, N.W.		Washington	D.C.	20004-1206		202-942-5000	joel gross@aporter.com cgalloway@atsautomation.co	Inc.
Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4483	m	Company
inc.	Oan Galloway	230 Royal Oak Road		Cambriage	Ontano	14011 410	Cariada	313 033 4403	<u></u>	Company
										Attorney for Alabama Power
Balch & Bingham LLP	Eric T. Ray	PO Box 306		Birmingham	AL	35201		205-251-8100	eray@balch.com	Company
				Ŭ						Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum										EIS, Inc. and Johnson Industries,
& Nagelberg LLP	Kimberly J. Robinson	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	kim.robinson@bfkn.com	Inc.
										Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum										EIS, Inc. and Johnson Industries,
& Nagelberg LLP	William J. Barrett	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	william.barrett@bfkn.com	Inc.
Barrier 0 Thomas I I B	Alex IZ ACII-	AA O Maridia a Orașal		L. ParanaPa		40004		047 000 4010	-1	Counsel to Mays Chemical
Barnes & Thornburg LLP	Alan K. Mills	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	alan.mills@btlaw.com	Company
Barnes & Thornburg LLP	David M. Powlen	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	david.powlen@btlaw.com	Counsel to Howard county, Indiana
Dames & Mombuly LLF	David IVI. I OWIEII	11 3. Mendian Street		πιαιαιταμοπο	II N	70204	1	011-230-1313	uaviu.powieri@bliaw.com	Course to Howard County, Indiana

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
									Counsel to Priority Health; Clarion
Barnes & Thornburg LLP	John T. Gregg	171 Monroe Avenue NW	Suite 1000	Grand Rapids	MI	49503	616-742-3930	john.gregg@btlaw.com	Corporation of America
						10001	247 222 4242		Counsel to Clarion Corporation of
Barnes & Thornburg LLP	Mark R. Owens	11 S. Meridian Street		Indianapolis	IN	46204	317-236-1313	mark.owens@btlaw.com	America
									Counsel to Gibbs Die Casting Corporation; Clarion Corporation of
Barnes & Thornburg LLP	Michael K. McCrory	11 S. Meridian Street		Indianapolis	IN	46204	217 226 1212	michael.mccrorv@btlaw.com	America
Barries & Thomburg LLF	Wichael K. Wicciory	11 3. Mendian Street		Illulariapolis	IIN	40204	317-230-1313	michael.mccrory@bliaw.com	Counsel to Armada Rubber
									Manufacturing Company, Bank of
									America Leasing & Leasing &
									Capital, LLC, & AutoCam
Barnes & Thornburg LLP	Patrick E. Mears	171 Monroe Avenue NW	Suite 1000	Grand Rapids	MI	49503	616-742-3936	pmears@btlaw.com	Corporation
									Counsel to Gibbs Die Casting
Barnes & Thornburg LLP	Wendy D. Brewer	11 S. Meridian Street		Indianapolis	IN	46204	317-236-1313	wendy.brewer@btlaw.com	Corporation
									Counsel to Iron Mountain
Bartlett Hackett Feinberg P.C.	Frank F. McGinn	155 Federal Street	9th Floor	Boston	MA	02110	617-422-0200	ffm@bostonbusinesslaw.com	Information Management, Inc.
5		2014	0 11 000			10010	705 040 4000		Counsel to Madison County
Beeman Law Office	Thomas M Beeman	33 West 10th Street	Suite 200	Anderson	IN	46016	765-640-1330	tom@beemanlawoffice.com is@colawfirm.com	(Indiana) Treasurer
Bendinelli Law Office PC	Jerry Sumner	11184 Huron Street	Suite 10	Denver	СО	80234	303-940-9900	michelle@colawfirm.com	Counsel to Jose C Alfaro
Bendinelli Law Office FC	Jerry Surmer	11184 Huloli Stieet	Suite 10	Deriver	CO	60234	303-940-9900	Inichelle@colawiimi.com	Couriser to Jose C Allaro
									Counsel to Teachers Retirement
									System of Oklahoma: Public
									Employes's Retirement System of
									Mississippi; Raifeisen
Bernstein Litowitz Berger &									Kapitalanlage-Gesellschaft m.b.H
Grossman	Hannah E. Greenwald	1285 Avenue of the Americas		New York	NY	10019	212-554-1411	hannah@blbglaw.com	and Stichting Pensioenfords ABP
									Counsel to Kamax L.P.; Optrex
									America, Inc.; GKN Sinter Metals,
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	MI	48226	313-496-1200	murph@berrymoorman.com	Inc.
5		2000 51 0	0 11 000				050 057 0500		Counsel to UPS Supply Chain
Bialson, Bergen & Schwab	Kenneth T. Law, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-9500	klaw@bbslaw.com	Solutions, Inc
									Counsel to UPS Supply Chain Solutions, Inc.; Solectron
									Corporation; Solectron De Mexico
									SA de CV; Solectron Invotronics;
	Lawrence M. Schwab.								Coherent, Inc.; Veritas Software
Bialson, Bergen & Schwab	Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-9500	lschwab@bbslaw.com	Corporation
,	'								Solectron Corporation; Solectron
									de Mexico SA de CV; Solectron
Bialson, Bergen & Schwab	Patrick M. Costello, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-9500	pcostello@bbslaw.com	Invotronics and Coherent, Inc.
									Counsel to Veritas Software
Bialson, Bergen & Schwab	Thomas M. Gaa	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-9500	tgaa@bbslaw.com	Corporation
									Constitution of Total C
									Counsel to Universal Tool &
Bingham McHale LLP	Whitney L Mosby	10 West Market Street	Suite 2700	Indianapolis	IN	46204	317-635-8900	wmosby@binghammchale.co	Engineering co., Inc. and M.G. Corporation
Dingnam wichale LLP	vvriitriey L iVIOSDY	10 West Market Street	405 Lexington	muianapolis	IIN	40204	317-035-8900	<u> </u>	Corporation Counsel to DENSO International
Blank Rome LLP	Marc E. Richards	The Chrylser Building	Avenue	New York	NY	10174	212-885-5000	mrichards@blankrome.com	America, Inc.
DIGITIK INDITIC LLI	Maic L. Michalus	The Onlyiser Building	Avellue	INGW TOIK	1.4.1	10174	212-000-0000	minorial do e pianki offie. Com	America, IIIc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Freudenberg-NOK;
										General Partnership; Freudenberg-
										NOK, Inc.; Flextech, Inc.;
										Vibracoustic de Mexico, S.A. de
										C.V.; Lear Corporation; American
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	rmcdowell@bodmanllp.com	Axle & Manufacturing, Inc.
										Counsel to Marquardt GmbH and
Bond Cohoonook & King DLIC	Camille W. Hill	One Lincoln Center	18th Floor	Curacuas	NY	13202		315-218-8000	chill@bsk.com	Marquardt Switches, Inc.; Tessy Plastics Corp.
Bond, Schoeneck & King, PLLC	Camille W. Hill	One Lincoln Center	18th F100f	Syracuse	INY	13202		315-218-8000	Chill@bsk.com	Plastics Corp.
Bond, Schoeneck & King, PLLC	Charles J. Sullivan	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	csullivan@bsk.com	Counsel to Diemolding Corporation
										Counsel to Marquardt GmbH and
										Marquardt Switches, Inc.; Tessy
Bond Cohoonook & King DLIC	Stanban A Danata	One Lincoln Center	10th Floor	Curacuas	NIV	12202		245 249 9000	adapata@bak.com	Plastics Corp; Diemolding
Bond, Schoeneck & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	sdonato@bsk.com	Corporation
	Michael A Trentadue	111 Monument Circle Ste							mtrentadue@boselaw.com	Counsel to Decatur Plastics
Bose McKinney & Evans LLP	Carina M de la Torre	2700		Indianapolis	IN	46204		317-684-5000	cdelatorre@boselaw.com	Products, Inc.
Deed meraning a Prancize.	Cama m ac la rene	2.00		iiiaiaiiapoilo		.020 .		011 001 0000	Substitution of the substi	Counsel to Calsonic Kansei North
Boult, Cummings, Conners &		1600 Division Street, Suite								America, Inc.; Calsonic Harrison
Berry, PLC	Austin L. McMullen	700	PO Box 34005	Nashville	TN	37203		615-252-2307	amcmullen@bccb.com	Co., Ltd.
										Counsel to Calsonic Kansei North
Boult, Cummings, Conners &		1600 Division Street, Suite								America, Inc.; Calsonic Harrison
Berry, PLC	Roger G. Jones	700	PO Box 34005	Nashville	TN	37203		615-252-2307	rjones@bccb.com	Co., Ltd.
Brembo S.p.A.	Massimilliano Cini	Administration Department via Brembo 25	24035 Curno BG	Bergamo			Italy	00039-035- 605-529	massimiliano cini@brembo.it	Creditor
Brembo S.p.A.	Massifiliatio Citi	Diembo 25	24033 Cumo BG	Dergamo			italy	003-329	massimilario_ciriesbrembo.it	Creditor
Brown & Connery, LLP	Donald K. Ludman	6 North Broad Street		Woodbury	NJ	08096		856-812-8900	dludman@brownconnery.com	Counsel to SAP America, Inc.
Buchalter Nemer, A Profesional										Counsel to Oracle USA, Inc.;
Corporation	Shawn M. Christianson	333 Market Street	25th Floor	San Francisco	CA	94105-2126		415-227-0900	schristianson@buchalter.com	Oracle Credit Corporation
D	Mary Oalessa	The Board of the Building	1000 West Street,	14 <i>(</i> 11 1 1	DE	40004		000 550 4000		Outside Filesian Outside
Buchanan Ingersoll & Rooney PC	Mary Caloway	The Brandywine Building	Suite 1410	Wilmington	DE	19801		302-552-4200	mary.caloway@bipc.com	Counsel to Fiduciary Counselors
			50 S. 16th St., Ste							
Buchanan Ingersoll & Rooney PC	William H. Schorling, Esq.		3200	Philadelphia	PA	19102		215-665-5326	william.schorling@bipc.com	Counsel to Fiduciary Counselors
J , , ,	3, -1	,		,				(205) 458-		Counsel to Mercedes-Benz U.S.
Burr & Forman LLP	Michael Leo Hall	420 North Twentieth Street	Suite 3100	Birmingham	AL	35203		5367	mhall@burr.com	International, Inc
Cadwalader Wickersham & Taft	1									Attorneys for the Audit Committee
LLP	Jeannine D'Amico	1201 F St NW Ste 1100		Washington	DC	20004		202-862-2452	jeannine.damico@cwt.com	of Dephi Corporation
Codwolodor Wiekersham 9 T-#	John I Donigordi Ess								iohn ranicardi@aut aar-	Counsel to the Auto Task Force of
Cadwalader Wickersham & Taft LLP	John J. Rapisardi Esq Joseph Zujkowski Esq	One World Financial Center		New York	NY	10281		212-504-6000	john.rapisardi@cwt.com ioseph.zuikowski@cwt.com	the U.S. Department of the Treasury
	JOSEPH ZUJNOWSKI LSY	One wond i mandal dentel		TTOW TOIN	141	10201		212 304-0000	ionathan.greenberg@BASF.C	Troubury
Cahill Gordon & Reindel LLP	Jonathan Greenberg	80 Pine Street		New York	NY	10005		212-701-3000	OM	Counsel to Engelhard Corporation
Cahill Gordon & Reindel LLP	Kevin Burke	80 Pine Street		New York	NY	10005		212-701-3000	kburke@cahill.com	Counsel to Engelhard Corporation
		1400 McDonald Investment			011					Counsel to Brush Engineered
Calfee, Halter & Griswold LLC	Jean R. Robertson, Esq.	Ctr	800 Superior Ave	Cleveland	OH	44114		216-622-8404	<u>irobertson@calfee.com</u>	materials

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Computer Patent
										Annuities Limited Partnership,
										Hydro Aluminum North America,
										Inc., Hydro Aluminum Adrian, Inc.,
										Hydro Aluminum Precision Tubing
										NA, LLC, Hydro Alumunim Ellay
										Enfield Limited, Hydro Aluminum
	orothy H. Marinis-Riggio								dhriggio@gmail.com	Rockledge, Inc., Norsk Hydro
Calinoff & Katz, LLP Ro	obert Calinoff	140 East 45th Street	17th Floor	New York	NY	10017		212-826-8800	rcalinoff@candklaw.com	Canada, I
										Counsel to Bing Metals Group,
	oseph M Fischer									LLC; Behr America, Inc.; Findlay
Carson Fischer, P.L.C. Pa	atrick J Kukla	4111 Andover Road	West 2nd Floor	Bloomfield Hills	MI	48302		248-644-4840	brcy@carsonfischer.com	Industries; Vitec, LLC
										0
Correct Finahan BL C	ah ant A Maiah ana	4444 Andrum Dand	West Oad Flag	Diamin all and		40200		040 044 4040	rweisberg@carsonfischer.com	Counsel to Cascade Die Casting
Carson Fischer, P.L.C. Ro	obert A. Weisberg	4111 Andover Road	West 2nd Floor	Birmingham	MI	48302		248-644-4840	brcy@carsonfischer.com	Group, Inc.; Behr America, Inc. Counsel to STMicroelectronics.
Carter Ledyard & Milburn LLP Aa	aron R. Cahn	2 Wall Street		New York	NY	10005		242 722 2200	cahn@clm.com	Inc.
Carter Ledyard & Milibum LLP	aion R. Cann	2 Wall Street		New TOIK	INT	10005		212-732-3200	<u>cann@cim.com</u>	Counsel to EagleRock Capital
Chadbourne & Parke LLP Do	ouglas Deutsch, Esq.	30 Rockefeller Plaza		New York	NY	10112		212-408-5100	ddeutsch@chadbourne.com	Management, LLC
Chaubourne & Farke LLF Do	ougias Deutscri, Esq.	30 Nockelellel Flaza		New TOIK	INT	10112		212-406-3100	ddeutsch@chadbourne.com	Counsel to 1st Choice Heating &
										Cooling, Inc.; BorgWarner Turbo
										Systems Inc.; Metaldyne
Clark Hill PLC Jo	pel D. Applebaum	500 Woodward Avenue	Suite 3500	Detroit	MI	48226-3435		313-965-8300	iapplebaum@clarkhill.com	Company, LLC
SIGNATURE 20	oo. D. 7 Approbadiii	oco modanara monac	Guillo GGGG	20		10220 0 100		0.0 000 0000	Jappiobaum Colaminiosim	Counsel to BorgWarner Turbo
										Systems Inc.; Metaldyne
Clark Hill PLC Sh	hannon Deeby	500 Woodward Avenue	Suite 3500	Detroit	МІ	48226-3435		313-965-8300	sdeeby@clarkhill.com	Company, LLC
										Counsel to ATS Automation
Clark Hill PLLC Ro	obert D. Gordon	500 Woodward Avenue	Suite 3500	Detroit	MI	48226-3435		313-965-8572	rgordon@clarkhill.com	Tooling Systems Inc.
										Counsel to Arneses Electricos
Cleary Gottlieb Steen & Hamilton										Automotrices, S.A.de C.V.;
LLP De	eborah M. Buell	One Liberty Plaza		New York	NY	10006		212-225-2000	maofiling@cgsh.com	Cordaflex, S.A. de C.V.
										Counsel to Bear, Stearns, Co. Inc.;
										Citigroup, Inc.; Credit Suisse First
										Boston: Deutsche Bank Securities.
										Inc.; Goldman Sachs Group, Inc.;
										JP Morgan Chase & Co.; Lehman
										Brothers, Inc.; Merrill Lynch & Co.;
Cleary, Gottlieb, Steen &										Morgan Stanley & Co., Inc.; UBS
Hamilton LLP Ja	ames L. Bromley	One Liberty Plaza		New York	NY	10006		212-225-2000	maofiling@cgsh.com	Securities, LLC
Cohen & Grigsby, P.C.		11 Stanwix Street	15th Floor	Pittsburgh	PA	15222-1319		412-297-4706	tmaxson@cohenlaw.com	Counsel to Nova Chemicals, Inc.
										Counsel to International Union,
										United Automobile, Areospace and
	oseph J. Vitale								jvitale@cwsny.com	Agriculture Implement Works of
Cohen, Weiss & Simon LLP Ba	abette Ceccotti	330 West 42nd Street		New York	NY	10036		212-356-0238	bceccotti@cwsny.com	America (UAW)
										Counsel to Floyd Manufacturing
	cott D. Rosen, Esq.	100 Pearl Street, 12th Floor		Hartford	CT	06103		860-493-2200	srosen@cb-shea.com	Co., Inc.
Conlin, McKenney & Philbrick,										
P.C. Br	ruce N. Elliott	350 South Main Street	Suite 400	Ann Arbor	MI	48104		734-971-9000	Elliott@cmplaw.com	Counsel to Brazeway, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
								203-862-8200	mlee@contrariancapital.com jstanton@contrariancapital.co m	
Contrarian Capital Management, L.L.C.	Mark Lee, Janice Stanton, Bill Raine, Seth Lax	411 West Putnam Avenue	Suite 225	Greenwich	СТ	06830		(230) 862- 8231	wraine@contrariancapital.com solax@contrariancapital.com	Counsel to Contrarian Capital Management, L.L.C.
Out to Mall Out DA	Develop Breeding	20 W. J. F. J. O. J.	0.11.000			45 400		007 000 0477	D	Counsel to Harco Industries, Inc.; Harco Brake Systems, Inc.; Dayton Supply & Tool Coompany;
Coolidge Wall Co. LPA	Ronald S. Pretekin Susan Power Johnston	33 West First Street	Suite 600	Dayton	ОН	45402		937-223-8177	Pretekin@coollaw.com	Attorneys for Columbia Industrial
Covington & Burling	Aaron R. Marcu	620 Eighth Ave	101 W. Big Beaver	New York	NY	10018		212-841-1005	sjohnston@cov.com	Special Counsel to the Debtor Counsel to Nisshinbo Automotive
Cox, Hodgman & Giarmarco, P.C.	Sean M. Walsh, Esq.	Tenth Floor Columbia Center		Troy	МІ	48084-5280		248-457-7000	swalsh@chglaw.com	Corporation
Curtin & Heefner, LLP	Daniel P. Mazo	250 N. Pennslyvania Avenue		Morrisville	PA	19067		215-736-2521	dpm@curtinheefner.com	Counsel to SPS Technologies, LLC; NSS Technologies, Inc.; SPS Technologies Waterford Company; Greer Stop Nut, Inc. Counsel to SPS Technologies, LLC; NSS Technologies, Inc.; SPS
Curtin & Heefner, LLP	Robert Szwajkos	250 N. Pennslyvania Avenue		Morrisville	PA	19067		215-736-2521	rsz@curtinheefner.com	Technologies Waterford Company; Greer Stop Nut, Inc.
Curtis, Mallet-Prevost, Colt & Mosle LLP	Cindi Eilbott	101 Park Avenue		New York	NY	10178-0061		212-696-6936	ceilbott@curtis.com	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia- Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Damon & Morey LLP	William F. Savino	1000 Cathedral Place	298 Main Street	Buffalo	NY	14202-4096		716-856-5500	wsavino@damonmorey.com	Counsel to Relco, Inc.; The Durham Companies, Inc.
David P. Martin	William F. Saville	519 Energy Center Blvd	Ste 1104	Northport	AL	35401		205-343-1771	davidpmartin@erisacase.com davidpmartin@bellsouth.net	Co-Counsel for David Gargis, Jimmy Mueller, and D. Keith Livingston
Day Pitney LLP	Richard M. Meth	P.O. Box 1945		Morristown	NJ	07962-1945		973-966-6300	rmeth@daypitney.com	Counsel to Marshall E. Campbell Company
Day Pitney LLP	Ronald S. Beacher Conrad K. Chiu	7 Times Square		New York	NY	10036		212-297-5800	rbeacher@daypitney.com cchiu@daypitney.com	Counsel to IBJTC Business Credit Corporation, as successor to IBJ Whitehall Business Credit Corporation Counsel for Kensington
Dechert LLP	Glenn E. Siegel James O. Moore	1095 Avenue of the Americas		New York	NY	10036-6797		212-698-3500	glenn.siegel@dechert.com james.moore@dechert.com	International Limited, Manchester Securities Corp. and Springfield Associates, LLC
Denso International America, Inc.	Carol Sowa	24777 Denso Drive		Southfield	MI	48086		248-372-8531	carol sowa@denso-diam.com	America, Inc.
DiConza Law, P.C.	Gerard DiConza, Esq.	630 Third Avenue, 7th Floor		New York	NY	10017		212-682-4940	gdiconza@dlawpc.com	Counsel to Tyz-All Plastics, Inc.; Co-Counsel to Tower Automotive, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
			255 East Fifth							Counsel to The Procter & Gamble
Dinsmore & Shohl LLP	John Persiani	1900 Chemed Center	Street	Cincinnati	ОН	45202		513-977-8200	john.persiani@dinslaw.com	Company
	Richard M. Kremen									Counsel to Constellation
DLA Piper Rudnick Gray Cary U										NewEnergy, Inc. & Constellation
LLP	Ruark	The Marbury Building	6225 Smith Avenue	Baltimore	Maryland	21209-3600		410-580-3000	richard.kremen@dlapiper.com	NewEnergy - Gas Division, LLC
Driving Diddle 9 Death IID	Andrew C. Kassass	40th and Channi Ctrasta		Dhiladalahia	DA	40400		045 000 0700		Counsel to Penske Truck Leasing
Drinker Biddle & Reath LLP	Andrew C. Kassner	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	andrew.kassner@dbr.com	Co., L.P. Counsel to Penske Truck Leasing
										Co., L.P. and Quaker Chemical
Drinker Biddle & Reath LLP	David B. Aaronson	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	david.aaronson@dbr.com	Corporation
Brillion Bladio & Reduit EE	Bavia B. Aaronson	Tour and Onorry Outdoor		i illiaacipilia	171	10100		210 000 2700	davia.daronoon e abr.oom	Counsel to Vanguard Distributors,
Drinker Biddle & Reath LLP	Janice B. Grubin	140 Broadway 39th FI		New York	NY	10005-1116		212-248-3140	ianice.grubin@dbr.com	Inc.
		The Eventual Court of								
										Counsel to NDK America,
										Inc./NDK Crystal, Inc.; Foster
										Electric USA, Inc.; JST
										Corporation; Nichicon (America)
										Corporation; Taiho Corporation of
										America; American Aikoku Alpha,
										Inc.; Sagami America, Ltd.; SL
										America, Inc./SL Tennessee, LLC;
Duane Morris LLP	Joseph H. Lemkin	744 Broad Street	Suite 1200	Newark	NJ	07102		973-424-2000	jhlemkin@duanemorris.com	and Hosiden America Corporation
										Counsel to ACE American
Duana Marria II D	Lewis R Olshin Esq	30 South 17th Street		Dhiladalahia	DA	40400		045 070 4400	Olshin@duanemorris.com	Insurance Company and Pacific
Duane Morris LLP	Lewis R Oisnin Esq	30 South 17th Street		Philadelphia	PA	19103		215-979-1129	Oisnin@duanemorns.com	Employers Insurance Company Counsel to ACE American
Duane Morris LLP	Margery N. Reed, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000	dmdelphi@duanemorris.com	Insurance Company
Duarie Morris EEI	Margery N. Reed, Esq.	30 30dili 17til Sileet		Tilladelphia	1 /	19103-4190		213-373-1000	wmsimkulak@duanemorris.co	Counsel to ACE American
Duane Morris LLP	Wendy M. Simkulak, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000	m	Insurance Company
Dykema Gossett PLLC	Douglas S Parker	39577 Woodward Ave	Suite 300	Bloomfield Hills	MI	48304		248-203-0703	dparker@dykema.com	Counsel for Federal Screw
	-									Attorneys for Tremond City Barrel
Dykema Gossett PLLC	Morgan Smith	10 South Wacker Dr	Suite 2300	Chicago	IL	60606		312-627-5679	mmsmith@dykema.com	Fill PRP Group
										Counsel to Tremont City Barrel Fill
Dykema Gossett PLLC	Sharon A. Salinas	10 South Wacker Dr	Suite 2300	Chicago	IL	60606		312-627-2199	ssalinas@dykema.com	PRP Group
Electronic Data Systems										Representattive for Electronic Data
Corporation	Ayala Hassell	5400 Legacy Dr.	Mail Stop H3-3A-05	Plano	TX	75024		212-715-9100	ayala.hassell@eds.com	Systems Corporation
Ellenberg, Ogier, Rothschild &	Barbara Ellia Massa	470 Miletell Olever OW		Adlanta	0.4	00000		404 504 0040		0
Rosenfeld, P.C.	Barbara Ellis-Monro	170 Mitchell Street, SW		Atlanta	GA	30303		404-581-3818	bem@eorrlaw.com	Counsel to Southwire Company Assistant General Counsel to
Entergy Services, Inc.	Alan H. Katz	639 Loyola Ave 26th FI		New Orleans	LA	70113			akatz@entergy.com	Entergy Services, Inc
Entergy Services, Inc.	Alaii II. Ratz	039 LOYOIA AVE ZOIITT		New Officaris		70113			akatz@entergy.com	Entergy Services, inc
										Counsel to SPCP Group LLC as
										agent for Silver Point Capital Fund
	Maura I. Russell									LP and Silver Point Capital
Epstein Becker & Green PC	Anthony B. Stumbo	250 Park Ave	11th Floor	New York	NY	10177-1211		212-351-4500	MRussell@ebglaw.com	Offshore Fund Ltd
Ettelman & Hochheiser, P.C.	Gary Ettelman	c/o Premium Cadillac	77 Main Street	New Rochelle	NY	10801		516-227-6300	gettelman@e-hlaw.com	Counsel to Jon Ballin
										Counsel to CoorsTek, Inc.; Corus,
Faegre & Benson LLP	Elizabeth K. Flaagan	3200 Wells Fargo Center	1700 Lincoln St	Denver	CO	80203-4532		303-607-3694	eflaagan@faegre.com	L.P.
	Louis A. Scarcella								lscarcella@farrellfritz.com	Counsel to Official Committee of
Farrell Fritz PC	Patrick T. Collins	1320 RexCorp Plaza		Uniondale	NY	11556-1320		516-227-0700	pcollins@farrellfritz.com	Equity Holders

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
	Charles J. Filardi, Jr.,									Counsel to Federal Express
Filardi Law Offices LLC	Esq.	65 Trumbull Street	Second Floor	New Haven	CT	06510		203-562-8588	charles@filardi-law.com	Corporation
Finkel Goldstein Rosenbloom &										Counsel to Pillarhouse (U.S.A.)
Nash LLP	Ted J. Donovan	26 Broadway	Suite 711	New York	NY	10004		212-344-2929	tdonovan@finkgold.com	Inc.
Foley & Lardner LLP	Jill L. Murch	321 North Clark Street	Suite 2800	Chicago	IL	60610-4764		312-832-4500	jmurch@foley.com	Counsel to Kuss Corporation
			500 Woodward Ave							
Foley & Lardner LLP	John A. Simon	One Detroit Center	Suite 2700	Detroit	MI	48226-3489		313-234-7100	jsimon@foley.com	Counsel to Ernst & Young LLP
										Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Fred Stevens	13 East 37th Street	Suite 800	New York	NY	10016		212-682-7575	fstevens@foxrothschild.com	Inc.
										Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Michael J. Viscount, Jr.	1301 Atlantic Avenue	Suite 400	Atlantic City	NJ	08401-7212		609-348-4515	mviscount@foxrothschild.com	Inc.
										Counsel to Southwest Metal
Frederick T. Rikkers		419 Venture Court	P.O. Box 930555	Verona	WI	53593		608-848-6350	ftrikkers@rikkerslaw.com	Finishing, Inc.
										Counsel to Southwest Research
										Institute
Fulbright & Jaworski LLP	David A Rosenzweig	666 Fifth Avenue		New York	NY	10103-3198		212-318-3000	drosenzweig@fulbright.com	Attorney for Solvay Fluorides, LLC
E listate a lassacities	Mish and M. Davidan	000 00 000 0000		0	T)/	70005		040 004 5575		Counsel to Southwest Research
Fulbright & Jaworski LLP	Michael M Parker	300 Convent St Ste 2200		San Antonio	TX	78205		210-224-5575	mparker@fulbright.com	Institute
Genovese Joblove & Battista,	David C. Circa	100 C F 2nd Ctract	C:t- 4400	Minusi		22424		205 240 2200	daine a @ aib Januara	Counsel to Ryder Integrated
P.A.	David C. Cimo	100 S.E. 2nd Street	Suite 4400	Miami	FL	33131		305-349-2300	dcimo@gjb-law.com	Logistics, Inc.
Gibbons P.C.	David N. Crapo	One Gateway Center		Newark	NJ	07102-5310		973-596-4523	dcrapo@gibbonslaw.com	Counsel to Epcos, Inc.
									bhoover@goldbergsegalla.co	
Goldberg Segalla LLP	Attn Bruce W Hoover	665 Main St Ste 400		Buffalo	NY	14203		716-566-5400	<u>m</u>	Attorneys for MasTec Inc.
Conduit Proster II P	Aller C. Drilliant	FOO I assignated Assessed		Na Vanle	NY	40000		040 040 0000	-h-::::	C
Goodwin Proctor LLP	Allan S. Brilliant	599 Lexington Avenue		New York	INY	10022		212-813-8800	abrilliant@goodwinproctor.com	Counsel to UGS Corp.
Goodwin Proctor LLP	Craig P. Druehl	599 Lexington Avenue		New York	NY	10022		212-813-8800	cdruehl@goodwinproctor.com	Counsel to UGS Corp.
										Counsel to International
										Brotherood of Electrical Workers
										Local Unions No. 663;
										International Association of
										Machinists; AFL-CIO Tool and Die
										Makers Local Lodge 78, District
										10; International Union of
										Operating Engineers Local Union
Gorlick, Kravitz & Listhaus, P.C.	Barbara S. Mehlsack	17 State Street	4th Floor	New York	NY	10004		212-269-2500	bmehlsack@gkllaw.com	Nos. 18, 101 and 832
Goulston & Storrs, P.C.	Peter D. Bilowz	400 Atlantic Avenue		Boston	MA	02110-333		617-482-1776	pbilowz@goulstonstorrs.com	Counsel to Thermotech Company
										Counsel to Teachers Retirement
										System of Oklahoma; Public
										Employes's Retirement System of
										Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Grant & Eisenhofer P.A.	James J Sabella	485 Lexington Ave		New York	NY	10017		646-722-8520	isabella@gelaw.com	and Stichting Pensioenfords ABP
Orani a Liscinistel I .A.	Janies V Japena	100 LOXINGTON AVE	+	TACAN LOLK	INI	13017		040 122-0320	Joannia Squaw.com	and Suchting Foriside Holds ADF
										Counsel to Teachers Retirement
										System of Oklahoma; Public
										Employes's Retirement System of
										Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Grant & Eisenhofer P.A.	Jay W. Eisenhofer	45 Rockefeller Center	650 Fifth Avenue	New York	NY	10111		212-755-6501	jeisenhofer@gelaw.com	and Stichting Pensioenfords ABP
Ciair a Liberinoidi i .A.	ody W. Liberinoidi	TO TROUNCIENCE OCITICA	000 Filli Avende	THOW TOTAL	141	10111	<u> </u>	2.2 700 0001	postanioro e golaw.com	and Charling I cholocillords ADI

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to International
										Brotherood of Electrical Workers
										Local Unions No. 663:
										International Association of
										Machinists; AFL-CIO Tool and Die
Gratz, Miller & Brueggeman, S.C.	Matthew R. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	mrr@previant.com	Makers Local Lodge 78, District 10
										Counsel to Grote Industries;
	J. Michael Debbler, Susan									Batesville Tool & Die; PIA Group;
Graydon Head & Ritchey LLP	M. Argo	1900 Fifth Third Center	511 Walnut Street	Cincinnati	ОН	45202		513-621-6464	mdebbeler@graydon.com	Reliable Castings
Greenberg Traurig, LLP	Maria J. DiConza	MetLife Bldg	200 Park Avenue	New York	NY	10166		212-801-9200	diconzam@gtlaw.com	Counsel to Samtech Corporation
Greenberg Traurig, LLP	Shari L. Heyen	1000 Louisiana	Suite 1800	Houston	TX	77002		713-374-3500	heyens@gtlaw.com	Counsel to Samtech Corporation
Greensfelder, Hemker & Gale,	Cherie Macdonald								ckm@greensfelder.com	
P.C.	J. Patrick Bradley	10 S. Broadway	Suite 200	St. Louis	MO	63102		314-241-9090	jpb@greensfelder.com	Counsel to ARC Automotive, Inc.
										Counsel to Casco Products, a Unit
	Lawrence E Oscar								leoscar@hahnlaw.com	of Sequa Corporation and ARC
Hahn Loeser & Parks LLP	Christopher W Peer	200 Public Square	Suite 2800	Cleveland	ОН	44114		216-621-0150	cpeer@hahnlaw.com	Automotive, Inc.
	Alex D. Helessie								cbattaglia@halperinlaw.net	Counsel to Pacific Gas Turbine
	Alan D. Halperin Christopher J.Battaglia								ahalperin@halperinlaw.net	Center, LLC and Chromalloy Gas
Halperin Battaglia Raicht, LLP	Julie D. Dvas	555 Madison Avenue	9th Floor	New York	NY	10022		212-765-9100	idyas@halperinlaw.net	Turbine Corporation; ARC Automotive. Inc
Haipelin Battaylla Kalcitt, EEF	Julie D. Dyas	555 Madison Avenue	9111 F1001	New TOIK	INT	10022		212-703-9100	<u>luyas@naipenniaw.net</u>	Counsel to Alliance Precision
Hancock & Estabrook LLP	R John Clark Esq	1500 Tower I	PO Box 4976	Svracuse	NY	13221-4976		315-471-3151	riclark@hancocklaw.com	Plastics Corporation
Harrington, Dragich & O'Neill	TY GOINT CIGHT EGG	1000 104011	1 0 Box 1010	Grosse Pointe	141	10221 1070		010 17 1 0101	njoiari Criaricockiaw.com	Tidolog Corporation
PLLC	David G Dragich	21043 Mack Avenue		Woods	МІ	48236		313-886-4550	ddragich@hdolaw.com	Counsel to Intermet Corporation
										Counsel to Baker Hughes
										Incorporated; Baker Petrolite
Harris D. Leinwand	Harris D. Leinwand	350 Fifth Avenue	Suite 2418	New York	NY	10118		212-725-7338	hleinwand@aol.com	Corporation
									judith.elkin@haynesboone.co	Counsel to Highland Capital
Haynes and Boone, LLP	Judith Elkin	153 East 53rd Street	Suite 4900	New York	NY	10022		212-659-7300	<u>m</u>	Management, L.P.
									lenard.parkins@haynesboone.	
			10011111						com	
	Lenard M. Parkins		1221 McKinney,						kenric.kattner@haynesboone.c	
Haynes and Boone, LLP	Kenric D. Kattner	1 Houston Center	Suite 2100	Houston	TX	77010		713-547-2000	<u>om</u>	Management, L.P.
Herrick, Feinstein LLP	Paul Rubin	2 Park Avenue		New York	NY	10016		212-592-1448	prubin@herrick.com	Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH
Herrick, Fernstein LLF	Faul Kubili	2 Faik Aveilue		New TOIK	INT	10010		212-392-1440	prublin@nemck.com	Counsel to Hewlett-Packard
Hewlett-Packard Company	Kenneth F. Higman	2125 E. Katella Avenue	Suite 400	Anaheim	CA	92806		714-940-7120	ken.higman@hp.com	Company
riewiett i dokard Company	rtorinour i : riiginari	2120 E. Natolia / Worldo	Guito 100	7 triarionii	- 0,1	02000		7 1 1 0 10 7 120	Non-riightan @np.com	Company
		11311 Chinden Blvd., M/S								Counsel to Hewlett-Packard
Hewlett-Packard Company	Ramona S. Neal	314		Boise	ID	83714-0021		208-396-6484	Ramona.neal@hp.com	Company
										Counsel to Hewlett-Packard
Hewlett-Packard Company	Sharon Petrosino	420 Mountain Avenue		Murray Hill	NJ	07974		908-898-4760	sharon.petrosino@hp.com	Financial Services Company
Hinckley Allen & Snyder LLP	Michael J Pendell	185 Asylum St CityPlace I	35th Floor	Hartford	CT	06103-3488		860-725-6200	mpendell@haslaw.com	Counsel to Barnes Group, Inc.
									echarlton@hiscockbarclay.co	
Hiscock & Barclay, LLP	J. Eric Charlton	300 South Salina Street	PO Box 4878	Syracuse	NY	13221-4878		315-425-2716	<u>m</u>	Counsel to GW Plastics, Inc.
Hodgson Russ LLP	Garry M. Graber	60 E 42nd St 37th FI		New York	NY	10165-0150		212-661-3535	ggraber@hodgsonruss.com	Counsel to Hexcel Corporation
Hodgson Russ LLP	Julia S. Kreher	One M&T Plaza	Suite 2000	Buffalo	NY	14203		716-848-1330	jkreher@hodgsonruss.com	Counsel to Hexcel Corporation
			555 Thirteenth							Counsel to Umicore Autocat
Hogan & Hartson L.L.P.	Audrey Moog	Columbia Square	Street, N.W.	Washington	D.C.	20004-1109		202-637-5677	amoog@hhlaw.com	Canada Corp.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
			555 Thirteenth						Counsel to Umicore Autocat
Hogan & Hartson L.L.P.	Edward C. Dolan	Columbia Square	Street, N.W.	Washington	D.C.	20004-1109	202-637-5677	ecdolan@hhlaw.com	Canada Corp.
Hogan & Hartson L.L.P.	Scott A. Golden	875 Third Avenue		New York	NY	10022	212-918-3000	sagolden@hhlaw.com	Counsel to XM Satellite Radio Inc.
Honigman, Miller, Schwartz and			660 Woodward						Counsel to Fujitsu Ten Corporation
Cohn, LLP	Donald T. Baty, Jr.	2290 First National Building	Avenue	Detroit	MI	48226	313-465-7314	dbaty@honigman.com	of America
Honigman, Miller, Schwartz and Cohn, LLP	E. Todd Sable	2290 First National Building	660 Woodward Avenue	Detroit	MI	48226	313-465-7548	tsable@honigman.com	Counsel to Valeo Climate Control Corp.; Valeo Electrical Systems, Inc Motors and Actuators Division; Valeo Electrical Systems, Inc Wipers Division; Valeo Switches & Detection System, Inc.
									Attorneys for Guide Corporation
Honigman, Miller, Schwartz and Cohn, LLP	Lawrence J. Murphy	2290 First National Building	660 Woodward Ave	Detroit	MI	48226	313-465-7488	Imurphy@honigman.Com	and Lightsource Parent Corporation
Honigman, Miller, Schwartz and			660 Woodward						Counsel for Valeo Climate Control,
Cohn, LLP	Seth A Drucker	2290 First National Building	Avenue Ste 2290	Detroit	MI	48226	313-465-7626	sdrucker@honigman.com	Corp.
Howard & Howard Attorneys PC	Lisa S Gretchko	39400 Woodward Ave	Ste 101	Bloomfield Hills	МІ	48304-5151	248-723-0396	Igretchko@howardandhoward. com	Intellectual Property Counsel for Delphi Corporation, et al.
Howick, Westfall, McBryan &			Ste 600 One Tower						Counsel to Vanguard Distributors,
Kaplan, LLP	Louis G. McBryan	3101 Tower Creek Parkway	Creek	Atlanta	GA	30339	678-384-7000	Imcbryan@hwmklaw.com	Inc.
			1700 Canton						Counsel to ZF Group North
Hunter & Schank Co. LPA	John J. Hunter	One Canton Square	Avenue	Toledo	ОН	43624	419-255-4300	irhunter@hunterschank.com	America Operations, Inc.
Hunter & Schank Co. LPA	Thomas J. Schank	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624	419-255-4300	tomschank@hunterschank.co m	Counsel to ZF Group North America Operations, Inc.
Hunton & Wiliams LLP	Steven T. Holmes	Energy Plaza, 30th Floor	1601 Bryan Street	Dallas	TX	75201		sholmes@hunton.com	Counsel to RF Monolithics, Inc.
Hurwitz & Fine P.C. Ice Miller	Ann E. Evanko	1300 Liberty Building	Box 82001	Buffalo Indianapolis	NY IN	14202 46282-0200	716-849-8900	aee@hurwitzfine.com Ben.Caughey@icemiller.com	Counsel to Jiffy-Tite Co., Inc. Counsel to Sumco. Inc.
ice Miller	Ben T. Caughey	One American Square	B0X 82001	indianapolis	IIN	46282-0200	317-236-2100	Ben.Caugney@icemilier.com	Counsel to Sumco, Inc.
Infineon Technologies North America Corporation Infineon Technologies North	Greg Bibbes	1730 North First Street	M/S 11305	San Jose	CA	95112	408-501-6442	greg.bibbes@infineon.com	General Counsel & Vice President for Infineon Technologies North America Corporation Global Account Manager for Infineon Technologies North
America Corporation	Jeff Gillespie	2529 Commerce Drive	Suite H	Kokomo	IN	46902	765-454-2146	jeffery.gillispie@infineon.com	America
International Union of Operating Engineers	Richard Griffin	1125-17th Avenue, N.W.		Washington	DC	20036		rgriffin@iuoe.org	Counsel to International Brotherood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10; International Union of Operating Engineers Local Union Nos. 18, 101 and 832
Jackson Walker LLP	Bruce J. Ruzinsky	1401 McKinney St Ste 1900		Houston	TX	77010	713-751-4200	bruzinsky@jw.com	Counsel to Constellation NewEnergy, Inc.

In re. DPH Holdings Corp., et al. Case No. 05-44481 (RDD)

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Constellation
Jackson Walker LLP	Heather M. Forrest	901 Main St Ste 600		Dallas	TX	75202		214-953-6000	hforrest@jw.com	NewEnergy, Inc.
La conse B. Outhannella	Decree of an OlT and a	004 Tamasa Otasa I	DO D 700			40.440.0700		004 700 4004	IDO @ December 1 and a second	Counsel to Port City Die Cast and
James R Scheuerle	Parmenter O'Toole Will Schultz, General	601 Terrace Street	PO Box 786	Muskegon	MI	49443-0786		231-722-1621	JRS@Parmenterlaw.com	Port City Group Inc General Counsel to Jason
Jason, Inc.	Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		414-277-2110	wschultz@jasoninc.com	Incorporated
Jason, Inc.	Couriser	411 E. WISCOTISITI AVE	Suite 2120	Milwaukee	VVI	33202		414-211-2110	wschultz@jasoriiric.com	Counsel to SPX Corporation
										(Contech Division), Alcan Rolled
										Products-Ravenswood, LLC,
Jenner & Block LLP	Ronald R. Peterson	One IBM Plaza		Chicago	IL	60611		312-222-9350	rpeterson@jenner.com	Tenneco Inc. and Contech LLC
Johnston, Harris Gerde &				Ü						Counsel to Peggy C. Brannon, Bay
Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401		850-763-8421	gerdekomarek@bellsouth.net	County Tax Collector
Jones Day	Corinne Ball	222 East 41st Street		New York	NY	10017		212-326-7844	cball@jonesday.com	Counsel to WL. Ross & Co., LLC
	D									Attorneys for Symantec
Janes Davi	Peter J. Benvenutti	EEE California Ct 20th Floor		C	C A	04404		445 000 0000	pjbenvenutti@jonesday.com	Corporation, Successor-in-Interest
Jones Day	Michaeline H. Correa	555 California St 26th Floor		San Francisco	CA	94104		415-626-3939	mcorrea@jonesday.com	to Veritas Corporation
Jones Day	Scott J. Friedman	222 East 41st Street		New York	NY	10017		212-326-3939	sifriedman@jonesday.com	Counsel to WL. Ross & Co., LLC
Jones Day	Scott 3. I fledifian	ZZZ Last 41st Street		INEW TOTA	INI	10017		212-320-3939	Sinedman@jonesday.com	Counsel to TDK Corporation
										America and MEMC Electronic
Katten Muchin Rosenman LLP	John P. Sieger, Esq.	525 West Monroe Street		Chicago	IL	60661		312-902-5200	john.sieger@kattenlaw.com	Materials, Inc.
	, ,									Counsel to InPlay Technologies
Kaye Scholer LLP	Richard G Smolev	425 Park Avenue		New York	NY	10022-3598		212-236-8000	rsmolev@kayescholer.com	Inc
Kegler, Brown, Hill & Ritter Co.,										Counsel to Solution Recovery
LPA	Kenneth R. Cookson	65 East State Street	Suite 1800	Columbus	ОН	43215		614-426-5400	kcookson@keglerbrown.com	Services
Keller Rohrback L.L.P.	Lynn Lincoln Sarko Cari Campen Laufenberg Erin M. Rily	1201 Third Avenue	Suite 3200	Seattle	WA	98101		206-623-1900	Isarko@kellerrohrback.com claufenberg@kellerrohrback.c om eriley@kellerrohrback.com	Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate Employees in the United States
Keller Rohrback P.L.C.	Gary A. Gotto	National Bank Plaza	3101 North Central	Phoenix	AZ	85012		602 249 0022	ggotto@kellerrohrback.com	Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate
Neller KUHIDACK P.L.C.	Gary A. Gullo	INAUUIIAI DAIIK PIAZA	Avenue, Suite 900	FIIOEIIIX	AL	03012	1	002-248-0088	учененопграск.сом	Employees in the United States Counsel to the Pension Benefit
Kelley Drye & Warren, LLP	Craig A. Wolfe	101 Park Avenue		New York	NY	10178		212-808-7800	cwolfe@kellevdrve.com	Guaranty Corporation
, ,					1	1 3	1	12 220 7 000		Counsel to the Pension Benefit
Kelley Drye & Warren, LLP	Merrill B. Stone	101 Park Avenue		New York	NY	10178		212-808-7800	mstone@kelleydrye.com	Guaranty Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to The International Union
										of Electronic, Salaried, Machine
										and Furniture Workers -
										Communications Workers of
Kennedy, Jennick & Murray	Larry Magarik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	Imagarik@kjmlabor.com	America
										Counsel to The International Union
										of Electronic, Salaried, Machine
										and Furniture Workers -
Kanada Indial O Maran	0 M . I	440 112	70. 51	Name Vand	ND/	40000		040 050 4500	ata and Gillarda base and	Communications Workers of
Kennedy, Jennick & Murray	Susan M. Jennik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	sjennik@kjmlabor.com	America
										Counsel to The International Union of Electronic, Salaried, Machine
										and Furniture Workers -
										Communications Workers of
Kennedy, Jennick & Murray	Thomas Kennedy	113 University Place	7th Floor	New York	NY	10003		212 259 1500	tkennedy@kjmlabor.com	America
Nermedy, Sermick & Marray	Thomas Refinedy	113 Offiversity Flace	71111001	INEW TOIR	INI	10003		212-330-1300	tkerinedy @ kjirilabor.com	America
King & Spalding, LLP	Daniel Egan	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	degan@kslaw.com	Counsel to KPMG LLP
Tring & Opalaring, EEI	Danier Egan	1100 Avenue of the Americas		IVOW TOIK	141	10000		212 330 2100	degan e kalaw.com	Course to Ki Wie EEI
King & Spalding, LLP	H. Slayton Dabney, Jr.	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	sdabney@kslaw.com	Counsel to KPMG LLP
										Counsel to Lunt Mannufacturing
Kirkland & Ellis LLP	Jim Stempel	200 East Randolph Drive		Chicago	IL	60601		312-861-2000	jstempel@kirkland.com	Company
Kirkpatrick & Lockhart Nicholson										Counsel to Wilmington Trust
Graham LLP	Edward M. Fox	599 Lexington Avenue		New York	NY	10022		212-536-4812	efox@klng.com	Company, as Indenture trustee
	Patti E Pope Revenue	Northern Indiana Public	801 East 86th							
Kokomo Gas & Fuel Company	Recovery Manager	Service Company	Avenue	Merrillville	IN	46410			pepope@nisource.com	Kokomo Gas & Fuel Company
Krugliak, Wilkins, Griffiths &										
Dougherty CO., L.P.A.	Sam O. Simmerman	4775 Munson Street N.W.	P.O. Box 36963	Canton	ОН	44735-6963		330-497-0700	sosimmerman@kwgd.com	Counsel to for Millwood, Inc.
										Counsel to DaimlerChrysler
										Corporation; DaimlerChrylser
K tal Basi II B	1	1010 O I DI . I O 500		1/		0.4400		040 500 4047		Motors Company, LLC;
Kutak Rock LLP Kutchin & Rufo, P.C.	Jay Selanders Edward D. Kutchin	1010 Grand Blvd Ste 500 Two Center Plaza	Suite 620	Kansas City Boston	MO MA	64106 02108-1906		816-502-4617	jay.selanders@kutakrock.com ekutchin@kutchinrufo.com	DaimlerChrylser Canada, Inc.
Kutchin & Rufo, P.C.	Kerry R. Northrup	Two Center Plaza	Suite 620	Boston	MA	02108-1906		617-542-3000 617-542-3000	knorthup@kutchinrufo.com	Counsel to Parlex Corporation Counsel to Parlex Corporation
Lambert, Leser, Isackson, Cook 8		Two Cerner Flaza	Suite 020	DUSIUN	IVIA	02100-1900		017-342-3000	KHOITHUP @ KUTCHIIII UIO.COM	Couriser to Fariex Corporation
Guinta, P.C.	Adam D. Bruski	309 Davidson Building	PO Box 835	Bay City	МІ	48707-0835		989-893-3518	adbruski@lambertleser.com	Counsel to Creditor Linamar Corp.
Lambert. Leser, Isackson, Cook 8		309 Davidson Building	1 O DOX 655	Day City	IVII	40707-0033		303-033-3310	addruski@iairibertieser.com	Couriser to Creditor Emarriar Corp.
Guinta, P.C.	Susan M. Cook	309 Davidson Building	PO Box 835	Bay City	МІ	48707-0835		989-893-3518	smcook@lambertleser.com	Counsel to Linamar Corporation
Latham & Watkins	Mark A. Broude	885 Third Avenue	1 0 Box 000	New York	NY	10022		212-906-1384	mark.broude@lw.com	UCC Professional
Latham & Watkins	Michael J. Riela	885 Third Avenue		New York	NY	10022		212-906-1200	michael.riela@lw.com	UCC Professional
Latham & Watkins	Mitchell A. Seider	885 Third Avenue		New York	NY	10022		212-906-1200	mitchell.seider@lw.com	UCC Professional
		005 71 1 4				40000		242 222 4272		
Latham & Watkins	Robert Rosenberg	885 Third Avenue		New York	NY	10022		212-906-1370	robert.rosenberg@lw.com	UCC Professional Counsel to A-1 Specialized
Low Offices of Michael O'Hover	Michael O'Hover For	22 N Walnut Street		West Chester	PA	19380		610 720 1220	mkohaver@aol.com	·
Law Offices of Michael O'Hayer	Michael O'Hayer Esq	22 N Walliut Street		West Chester	PA	19360		610-738-1230	mkonayer@aoi.com	Services and Supplies Inc Counsel to Freescale
										Semiconductor, Inc. f/k/a Motorola
										Semiconductor, Inc. 1/k/a Motorola Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Rob Charles, Esq.	One South Church Street	Suite 700	Tucson	AZ	85701		520-629-4427	rcharles@Irlaw.com	Inc.
LOWIS GIRD ROOM LEI	1100 Onanos, Esq.	She south ondron oneet	Cano 700	1 403011	772	00701	+	020 020 7721	TOTALIOS & HAWLOOM	Counsel to Freescale
										Semiconductor, Inc. f/k/a Motorola
										Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Susan M. Freeman. Esg.	40 North Central Avenue	Suite 1900	Phoenix	AZ	85004-4429		602-262-5756	sfreeman@Irlaw.com	Inc.
TOTALO GITO TOOG ELI	Cacarrivi. Freeman, Esq.	TO ITOTAL OCITICAL AVOIDE	Canto 1000	THOUTIN	/ \ _	55504 44Z3	1	002 202 0700	on coman emaw.com	nio.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
		General Counsel for Linear	1630 McCarthy							Counsel to Linear Technology
Linear Technology Corporation	John England, Esq.	Technology Corporation	Blvd.	Milpitas	CA	95035-7417		408-432-1900	jengland@linear.com	Corporation
Linebarger Goggan Blair &	S: W S .	10100 111105 (50511)	D 0 D 17100		T) (austin.bankruptcy@publicans.c	
Sampson, LLP	Diane W. Sanders	1949 South IH 35 (78741)	P.O. Box 17428	Austin	TX	78760-7428		512-447-6675	<u>om</u>	Brownsville ISD
Linebarger Goggan Blair &									dallas hankruntov@nublicans o	Counsel to Dallas County and
Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201		214-880-0089		Tarrant County
										Counsel in Charge for Taxing
										Authorities: Cypress-Fairbanks
Linebarger Goggan Blair &									houston bankruptcy@publican	Independent School District, City
Sampson, LLP	John P. Dillman	P.O. Box 3064		Houston	TX	77253-3064		713-844-3478	<u>s.com</u>	of Houston, Harris County
										Counsel to Sedgwick Claims
Locke Lord Bissell & Liddell	Kevin J. Walsh	885 Third Avenue	26th Floor	New York	NY	10022-4802		212 012 0204	kwalsh@lockelord.com	Management Services, Inc. and Methode Electronics, Inc.
Locke Lord bissell & Liddell	Neviri J. Waish	665 Third Avenue	2011 F1001	New TOIK	IN T	10022-4002		212-012-0304	kwaisi1@lockelord.com	Metriode Electronics, Inc.
l										
1										Counsel to Methode Electronics,
Locke Lord Bissell & Liddell	Timothy S. McFadden	111 South Wacker Drive		Chicago	IL	60606		312-443-0370	tmcfadden@lockelord.com	Inc.
										Counsel to Creditor The Interpublic
										Group of Companies, Inc. and
Lash Olash IID	D. Cranani Cahinad	245 Davis Assaura		Na Varia	NIX	40454 0007		040 407 4000		Proposed Auditor Deloitte &
Loeb & Loeb LLP	P. Gregory Schwed	345 Park Avenue		New York	NY	10154-0037		212-407-4000	gschwed@loeb.com	Touche, LLP Counsel to Industrial Ceramics
Loeb & Loeb LLP	William M. Hawkins	345 Park Avenue		New York	NY	10154		212-407-4000	whawkins@loeb.com	Corporation
EGGD & EGGD EEI	William W. Hawkins	343 Fair Avenue		INCW TOTA	141	10134		212 407 4000	WHAWKING & TOCO.COM	Counsel to Daewoo International
Lowenstein Sandler PC	Bruce S. Nathan	1251 Avenue of the Americas		New York	NY	10020		212-262-6700	bnathan@lowenstein.com	(America) Corp.
										Counsel to Teachers Retirement
										System of Oklahoma; Public
										Employes's Retirement System of Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Ira M. Levee	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	ilevee@lowenstein.com	and Stichting Pensioenfords ABP
										Counsel to Cerberus Capital
Lowenstein Sandler PC	Kenneth A. Rosen	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	krosen@lowenstein.com	Management, L.P.
										Counsel to Teachers Retirement
										System of Oklahoma; Public
										Employes's Retirement System of Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Michael S. Etikin	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	metkin@lowenstein.com	and Stichting Pensioenfords ABP
		in a state of the						1 = 1 = 1,00		Counsel to Cerberus Capital
										Management, L.P.; AT&T
Lowenstein Sandler PC	Scott Cargill	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	scargill@lowenstein.com	Corporation
Lowenstein Sandler PC	Vincent A. D'Agostino	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	vdagostino@lowenstein.com	Counsel to AT&T Corporation
Lyden, Liebenthal & Chappell,	Frile C. Channell	FFOF Aire and Highway	Cuite 404	Talada	OU	42045		440 007 0000		Coursel to Mater Fibres 10:
Ltd. Maddin, Hauser, Wartell, Roth &	Erik G. Chappell	5565 Airport Highway	Suite 101	Toledo	ОН	43615		419-867-8900	egc@lydenlaw.com	Counsel to Metro Fibres, Inc. Attorney for Danice Manufacturing
Heller PC	Alexander Stotland Esq	28400 Northwestern Hwy	Third Floor	Southfield	МІ	48034		248-354-4030	axs@maddinhauser.com	Co.
1101101110	, lionalider otoliand Esq	20-100 Northwestern Tiwy	11	Greenwood	IVII	10004		2-10-004-4000	und emiliauser.com	Representative for Madison
Madison Capital Management	Joe Landen	6143 South Willow Drive	Suite 200	Village	СО	80111		303-957-4254	ilanden@madisoncap.com	Capital Management
Margulies & Levinson, LLP	Leah M. Caplan, Esq.	30100 Chagrin Boulevard	Suite 250	Pepper Pike	ОН	44124		216-514-4935		Counsel to Venture Plastics

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to H.E. Services
										Company and Robert Backie and
										Counsel to Cindy Palmer, Personal
										Representative to the Estate of
Mastromarco & Jahn. P.C.	Victor J. Mastromarco, Jr.	1024 North Michigan Avenue	P.O. Box 3197	Saginaw	MI	48605-3197		989-752-1414	vmastromar@aol.com	Michael Palmer
machemares a sam, ries	viote: et maetremaree, en	To_ Troit in ingati troite		ouga.r		10000 0101		000 102 1111	That on a gameon	inionaeri aimei
										Counsel to NDK America.
										Inc./NDK Crystal, Inc.; Foster
										Electric USA, Inc.; JST
										Corporation; Nichicon (America)
										Corporation; Taiho Corporation of
										America; American Aikoku Alpha,
										Inc.; Sagami America, Ltd.; SL
Masuda Funai Eifert & Mitchell,										America, Inc./SL Tennessee, LLC
Ltd.	Gary D. Santella	203 North LaSalle Street	Suite 2500	Chicago	п	60601-1262		312-245-7500	gsantella@masudafunai.com	and Hosiden America Corporation
McCarter & English, LLP		245 Park Avenue. 27th Floor	Guile 2000	New York	NY	10167			dadler@mccarter.com	Counsel to Ward Products, LLC
Modules & English, EE	David C. Malor, Gr. Edg.	2401 dik / (Volide, 27 til 1 1001		TTOW TOTAL	141	10107		212 000 0000	dadior @mocartor.com	Counsel to General Products
McCarter & English, LLP	Eduardo J. Glas, Esq.	Four Gateway Center	100 Mulberry Street	Newark	NJ	07102-4096		913-622-4444	eglas@mccarter.com	Delaware Corporation
Wicoarter & Erigiish, EE	Eddardo J. Olas, Esq.	Tour Galeway Genter	100 Maiberry Officer	INCWAIN	140	07 102 4030		313 022 4444	cgias e miccarter.com	Counsel to Themselves (McCarthy
McCarthy Tetrault LLP	Lorne P. Salzman	66 Wellington Street West	Suite 4700	Toronto	Ontario	M5K 1E6		416-362-1812	Isalzman@mccarthy.ca	Tetrault LLP)
Wicoartily Tetradit EEI	Lorrie F. Gaizman	oo wellington offect west	Cuite 4700	TOTOTILO	Ontario	WOIT ILO		710 302 1012	isaizman@mccartny.ca	Counsel for Temic Automotive of
McDermott Will & Emery LLP	Gary O. Ravert	340 Madison Avenue		New York	NY	10017-1922		212-547-5477	gravert@mwe.com	North America. Inc.
Will & Lillery LLI	Gary O. Navert	340 Madison Avenue		INEW TOIK	INI	10017-1922		212-341-3411	gravert@niwe.com	Counsel to Linear Technology
										Corporation, National
										Semiconductor Corporation;
McDermott Will & Emery LLP	James M. Sullivan	340 Madison Avenue		New York	NY	10017		212-547-5477	imsullivan@mwe.com	Timken Corporation
WicDelmott Will & Emery LLI	James IVI. Julivan	340 Madison Avenue		INEW TOIK	INI	10017		212-341-3411	Insulivan@nwe.com	Counsel to National
McDermott Will & Emery LLP	Stephen B. Selbst	340 Madison Avenue		New York	NY	10017		212-547-5400	sselbst@mwe.com	Semiconductor Corporation
WICDEITION WIII & ETITETY LLF	Steven P. Handler Monica	340 Madison Avenue		New TOIK	INI	10017		212-347-3400	shandler@mwe.com	Counsel for Temic Automotive of
McDermott Will & Emery LLP	M. Quinn	227 W Monroe St		Chicago	IL	60606		312-372-2000	mquinn@mwe.com	North America, Inc.
WICDEITION WIII & ETITETY LLF	IVI. QUITIT	227 W WOITOE St		Chicago	IL	00000		312-312-2000	sopincar@mcdonaldhopkins.c	Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Scott N. Opincar, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114		216-348-5400	om	Products, Inc.
MicDonald Hopkins Co., LPA	Scott N. Opincar, Esq.	600 Superior Avenue, E.	Suite 2100	Cievelariu	ОП	44114		210-340-3400	OIII	Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Shawn M. Riley, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114		216-348-5400	sriley@mcdonaldhopkins.com	Products, Inc.
McElroy, Deutsch, Mulvaney &	Snawn W. Kiley, Esq.	600 Superior Averiue, E.	Suite 2100	Cievelariu	ОП	44114		210-340-3400	sniey@mcdoriaidriopkins.com	Counsel to New Jersey Self-
Carpenter, LLP	Jeffrey Bernstein, Esq.	Three Gateway Center	100 Mulberry Street	Nowark	NJ	07102-4079		973-622-7711	ibernstein@mdmc-law.com	Insurers Guaranty Association
Carpenter, LLF	Jenrey Bernstein, Esq.	Three Galeway Center	901 East Cary	INEWAIN	INJ	07 102-4079		913-022-1111	amccollough@mcguirewoods.	Counsel to Siemens Energy &
McGuirewoods LLP	Aaron G McCollough Esq	One James Center	Street	Richmond	VA	23219-4030		804-775-1000	com	Automation. Inc.
MCGullewoods LLF	Aaron G McCollough Esq	One James Center	901 East Cary	Richiniona	VA	23219-4030		804-773-1000	COIII	Counsel for CSX Transportation,
McGuirewoods LLP	Daniel F Blanks	One James Center	Street	Richmond	VA	23219		804-775-1000	dblanks@mcquirewoods.com	Inc.
MCGullewoods LLP	Daniel F Blanks	One James Center	Sireei	Richinona	VA	23219		004-775-1000	dbianks@mcquirewoods.com	IIIC.
										Counsel to Siemens Logistics
			901 East Cary						imaddock@mcquirewoods.co	Assembly Systems, Inc.; Counsel
McGuirewoods LLP	John H Maddock III	One James Center	Street	Richmond	VA	23219-4030		804-775-1178		for CSX Transportation, Inc.
Meyer, Suozzi, English & Klein,	Attn Thomas R Slome	One James Center	Sueel	NICHIHOHU	VA	23219-4030		004-773-1178	111	ioi Coa Transportation, inc.
P.C.		990 Stewart Ave Ste 300	PO Box 9194	Garden City	NY	11530-9194		516-741-6565	tslome@msek.com	Counsel for Pamela Geller
F.U.	Esq	330 Siewait Ave Sie 300	FU DUX 9194	Garden City	INT	11550-9194		510-741-0305	LSIOTHE WITISEK.COTT	
										Counsel to The International Union
										of Electronic, Salaried, Machine
Mayor Suggai English & Klair										and Furniture Workers -
Meyer, Suozzi, English & Klein,	Honon Kolko	1350 Broadway	Cuito FO1	Now York	NIV	10010		242 220 4000	bkalka@maak.aam	Communications Workers of
P.C.	Hanan Kolko	1350 Broadway	Suite 501	New York	NY	10018	I	Z1Z-Z39-4999	hkolko@msek.com	America

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to United Steel, Paper
										and Forestry, Rubber,
										Manufacturing, Energy, Allied
										Industrial and Service Workers,
Meyer, Suozzi, English & Klein,										International Union (USW), AFL-
P.C.	Lowell Peterson, Esq.	1350 Broadway	Suite 501	New York	NY	10018		212-239-4999	lpeterson@msek.com	CIO
Meyers Law Group, P.C.	Merle C. Meyers	44 Montgomery Street	Suite 1010	San Francisco	CA	94104		415-362-7500	mmeyers@mlq-pc.com	Counsel to Alps Automotive, Inc.
Meyers, Rodbell & Rosenbaum,	Merie C. Meyers	44 Montgomery Street	6801 Kenilworth	Sali Flancisco	CA	94104		415-302-7300	mineyers@mig-pc.com	Counsel to Prince George County,
P.A.	M. Evan Meyers	Berkshire Building	Avenue, Suite 400	Riverdale Park	MD	20737-1385		301-699-5800	emevers@mrrlaw.net	Maryland
Meyers, Rodbell & Rosenbaum,			6801 Kenilworth							Counsel to Prince George County,
P.A.	Robert H. Rosenbaum	Berkshire Building	Avenue, Suite 400	Riverdale Park	MD	20737-1385		301-699-5800	rrosenbaum@mrrlaw.net	Maryland
		- J	140 West Flagler St							Paralegal Collection Specialist for
Miami-Dade County Tax Collector	April Burch	Paralegal Unit	Ste 1403	Miami	FL	33130		305-375-5314	mdtcbkc@miamidade.gov	Miami-Dade County
		0 111 51	3030 W. Grand	5		40000		=		Attorney General for State of
Michael Cox		Cadillac Place	Blvd., Suite 10-200	Detroit	MI	48202		313-456-0140	miag@michigan.gov	Michigan, Department of Treasury
										Assistant Attorney General for
Michigan Department of Labor										Worker's Compensation Agency;
Michigan Department of Labor and Economic Growth, Worker's										Attorney for the Funds Administration for the State of
Compensation Agency	Dennis J. Raterink	PO Box 30736		Lansing	МІ	48909-7717		E17 272 1176	raterinkd@michigan.gov	Michigan
Compensation Agency	Dennis J. Natennik	FO BOX 30730		Lansing	IVII	46909-7717		317-373-1170	raterinku@micnigan.gov	Attorney General for Worker's
Michigan Department of Labor										Compensation Agency; Attorney
and Economic Growth, Worker's										for the Funds Administration for the
Compensation Agency	Michael Cox	PO Box 30736		Lansing	МІ	48909-7717		517-373-1820	miag@michigan.gov	State of Michigan
compensation rigoroy	mieriaer Gex			Larionig		10000 1111		0 0.0 .020	- mag o monigaringo v	Counsel to Computer Patent
										Annuities Limited Partnership.
										Hydro Aluminum North America,
										Inc., Hydro Aluminum Adrian, Inc.,
										Hydro Aluminum Precision Tubing
										NA, LLC, Hydro Alumunim Ellay
										Enfield Limited, Hydro Aluminum
										Rockledge, Inc., Norsk Hydro
										Canada, Inc., Emhart
										Technologies LLL and Adell
Miles & Stockbridge, P.C.	Thomas D. Renda	10 Light Street		Baltimore	MD	21202		410-385-3418	trenda@milesstockbridge.com	Plastics, Inc.
Miller & Martin PLLC	Dale Allen	150 Fourth Ave North	Ste 1200	Nashville	TN	37219			vjones@millermartin.com	Counsel to Averitt Express
Miller & Martin PLLC	Thomas P. Sarb	150 Fourth Ave North	Suite 800, PO Box	ivastiville	IIN	3/219		616-831-1748	sarbt@milleriohnson.com	Counsel to Avenit Express
Miller Johnson	Robert D. Wolford	250 Monroe Avenue, N.W.	306	Grand Rapids	MI	49501-0306		616-831-1726	wolfordr@millerjohnson.com	Counsel to Pridgeon & Clay, Inc.
Miller, Canfield, Paddock and	Trobort B. Wonerd	200 Monito / Wende, 14:44:	000	Orana reapido	1411	10001 0000		010 001 1720	Wonord String Tring Control	Counsel to Wells Operating
Stone, P.L.C.	Jonathan S. Green	150 W. Jefferson Avenue	Suite 2500	Detroit	МІ	48226		313-496-8452	greenj@millercanfield.com	Partnership, LP
Miller, Canfield, Paddock and	oonanan or oroon	Tee Til Generali Titania	- Cuito 2000	201.011		.0220		0.0 .00 0.02	groongonmoroamoracom	Counsel to Brose North America
Stone, P.L.C.	Marc N. Swanson	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-963-6420	swansonm@millercanfield.com	Holding LP and its affiliates
· -										Counsel to Niles USA Inc.;
										Techcentral, LLC; The Bartech
Miller, Canfield, Paddock and										Group, Inc.; Fischer Automotive
Stone, P.L.C.	Timothy A. Fusco	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-496-8435	fusco@millercanfield.com	Systems
										Counsel to Hitachi Automotive
Mintz, Levin, Cohn, Ferris									pjricotta@mintz.com	Products (USA), Inc. and Conceria
Glovsky and Pepco, P.C.	Paul J. Ricotta	One Financial Center		Boston	MA	02111		617-542-6000	pricotta@mintz.com	Pasubio
Malau Oa a a atau O	1. " 0"	0000 \\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \		1.2-1-		00506		000 507 105	leff On Secretar	Occupation Malon Co.
Molex Connector Corp	Jeff Ott	2222 Wellington Ct.		Lisle	IL	60532		630-527-4254	Jeff.Ott@molex.com	Counsel to Molex Connector Corp

In re. DPH Holdings Corp., et al. Case No. 05-44481 (RDD)

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to ITT Industries, Inc.;
Morgan, Lewis & Bockius LLP	Andrew D. Gottfried Menachem O.	101 Park Avenue		New York	NY	10178-0060		212-309-6000	agottfried@morganlewis.com mzelmanovitz@morganlewis.c	Hitachi Chemical (Singapore), Ltd. Counsel to Hitachi Chemical
Morgan, Lewis & Bockius LLP	Zelmanovitz	101 Park Avenue		New York	NY	10178		212-309-6000	om	(Singapore) Pte, Ltd.
Morgan, Lewis & Bockius LLP	Richard W Esterkin Esq	300 South Grand Avenue		Los Angeles	CA	90017		213-612-1163	resterkin@morganlewis.com	Counsel to Sumitomo Corporation
Morgan, Lowis a Bookido ELI	Trionara VV. Esteriari, Esq.	See Count Clara / Worldo		Loo / trigoloo	O/ C	00017		210 012 1100	Toolorkin emorganiowio.com	
Moritt Hock Hamroff & Horowitz										Counsel to Standard Microsystems Corporation and its direct and indirect subsidiares Oasis SiliconSystems AG and SMSC NA Automotive, LLC (successor-in- interst to Oasis Silicon Systems,
LLP	Leslie Ann Berkoff	400 Garden City Plaza		Garden City	NY	11530		516-873-2000	lberkoff@moritthock.com	Inc.)
	Raymond J. Urbanik, Esq., Joseph J. Wielebinski, Esq. and	,	500 North Akard	,				214-855-7590 214-855-7561	rurbanik@munsch.com jwielebinski@munsch.com	Counsel to Texas Instruments
Munsch Hardt Kopf & Harr, P.C.	Davor Rukavina, Esq.	3800 Lincoln Plaza	Street	Dallas	RX	75201-6659		214-855-7587	drukavina@munsch.com	Incorporated
Nantz, Litowich, Smith, Girard & Hamilton, P.C.	Sandra S. Hamilton	2025 East Beltline, S.E.	Suite 600	Grand Rapids	МІ	49546		616-977-0077	sandy@nlsg.com	Counsel to Lankfer Diversified Industries, Inc.
										Counsel to 975 Opdyke LP; 1401 Troy Associates Limited Partnership; 1401 Troy Associates Limited Partnership c/o Etkin Equities, Inc.; 1401 Troy Associates LP; Brighton Limited Partnership; DPS Information Services, Inc.; Etkin Management Services, Inc. and Etkin Real
Nathan, Neuman & Nathan, P.C.	Kenneth A. Nathan	29100 Northwestern Highway	Suite 260	Southfield	MI	48034		248-351-0099	Knathan@nathanneuman.com	Properties Vice President and Senior Counsel
										to National City Commercial
National City Commercial Capital	Lisa M. Moore	995 Dalton Avenue		Cincinnati	ОН	45203		513-455-2390	I.moore@pnc.com	Capital
National Renewable Energy Laboratory	Marty Noland Principal Attorney	1617 Golden Blvd	Legal Office, Mail Stop 1734	Golden	СО	80401		303-384-7550	marty_noland@nrel.gov	Counsel for National Renewable Energy Laboratory
										Counsel to Datwyler Rubber & Plastics, Inc.; Datwyler, Inc.;
Nelson Mullins Riley &								803-7255-	george.cauthen@nelsonmullin	Datwyler i/o devices (Americas),
Scarborough	George B. Cauthen	1320 Main Street, 17th Floor	PO Box 11070	Columbia	SC	29201		9425	s.com	Inc.; Rothrist Tube (USA), Inc.
New Jersey Attorney General's	Tracy E Richardson		25 Market St P.O.						tracy.richardson@dol.lps.state.	Deputy Attorney General - State of
Office Division of Law	Deputy Attorney General	R.J. Hughes Justice Complex	Box 106	Trenton	NJ	08628-0106		609-292-1537	<u>nj.us</u>	New Jersey Division of Taxation
North Point	David G. Heiman	901 Lakeside Avenue		Cleveland	ОН	44114		216-586-3939	dgheiman@jonesday.com cahope@chapter13macon.co	Counsel to WL. Ross & Co., LLC
Office of the Chapter 13 Trustee	Camille Hope	P.O. Box 954		Macon	GA	31202		478-742-8706	m	Office of the Chapter 13 Trustee
Office of the Texas Attorney										Counsel to The Texas Comptroller
General	Jay W. Hurst	P.O. Box 12548 Principal Assistant Attorney		Austin	TX	78711-2548		512-475-4861	jay.hurst@oag.state.tx.us	of Public Accounts
Ohio Environmental Protection		General Environmental	30 E Broad St 25th							Attorney for State of Ohio,
Agency	c/o Michelle T. Sutter	Enforcement Section	FI	Columbus	ОН	43215		614-466-2766	msutter@ag.state.oh.us	Environmental Protection Agency
Orbotech, Inc.	Michael M. Zizza, Legal Manager	44 Manning Road		Billerica	MA	01821		978-901-5025	michaelz@orbotech.com	Company

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Ameritech Credit
									mmoody@orourkeandmoody.c	Corporation d/b/a SBC Capital
O'Rourke Katten & Moody	Michael Moody	55 W Wacker Dr	Ste 1400	Chicago	IL	60615		312-849-2020	<u>om</u>	Services
										Counsel to America President
Orrick, Herrington & Sutcliffe LLP	Alyssa Englund, Esq.	666 Fifth Avenue		New York	NY	10103		212-506-5187	aenglund@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
, ,	, ,									
	Frederick D. Holden, Jr.,									Counsel to America President
Orrick, Herrington & Sutcliffe LLP	Esq.	405 Howard Street		San Francisco	CA	94105		415-773-5700	fholden@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
Orrick, Herrington & Sutcliffe LLP	lanathan D. Curr	Columbia Center	1152 15th St NW	Washington	DC	20005-1706		202-339-8400	iguy@orrick.com	Counsel to Westwood Associates,
Offick, Herrington & Sutcline LLP	Johannan P. Guy	Columbia Center	1152 15th 5t NW	wasnington	DC	20005-1706		202-339-6400	<u>jgdy@offick.com</u>	Inc.
Orrick, Herrington & Sutcliffe LLP	Raniero D'Aversa, Jr.	666 Fifth Avenue		New York	NY	10103-0001		212-506-3715	Rdaversa@orrick.com	Counsel to Bank of America, N.A.
										Counsel to Westwood Associates,
Orrick, Herrington & Sutcliffe LLP	Richard H. Wyron	Columbia Center	1152 15th St NW	Washington	DC	20005-1706		202-339-8400	rwyron@orrick.com	Inc.
Pachulski Stang Ziehl & Jones LLP	Michael R. Seidl	919 N. Market Street, 17th Floor	P.O. Box 8705	\\/ilmin aton	DE	19899-8705		302-652-4100	mseidl@pszjlaw.com	Counsel for Essex Group, Inc.
Pachulski Stang Ziehl & Jones	Robert J. Feinstein	FIOOI	P.O. BOX 6705	Wilmington	DE	19099-0705		302-652-4100	Rfeinstein@pszilaw.com	Counsel for Essex Group, Inc.
LLP	Ilan D. Scharf	780 Third Avenue, 36th Floor		New York	NY	10017-2024		212-561-7700	Ischarf@pszjlaw.com	Counsel for Essex Group, Inc.
										Counsel to American Finance
Patterson Belknap Webb & Tyler										Group, Inc. d/b/a Guaranty Capital
LLP	Daniel A. Lowenthal	1133 Avenue of the Americas		New York	NY	10036		212-336-2720	dalowenthal@pbwt.com	Corporation
Dallana Ballana Walik G. T. ka	D									All and the first tender to the second
Patterson Belknap Webb & Tyler LLP	David W. Dykhouse Phyllis S. Wallitt	1133 Avenue of the Americas		New York	NY	10036-6710		212 226 2000	dwdykhouse@pbwt.com	Attorneys for Fry's Metals Inc. and Specialty Coatings Systems Eft
LLF	Filyilis 3. Wallitt	1133 Avenue of the Americas		New TOIK	INI	10030-0710		212-330-2000	dwdyknouse@pbwt.com	Attorneys for F&G Multi-Slide Inc
Paul H. Spaeth Co. LPA	Paul H. Spaeth	130 W Second St Ste 450		Dayton	ОН	45402		937-223-1655	spaethlaw@phslaw.com	and F&G Tool & Die Co. Inc.
Paul, Weiss, Rifkind, Wharton &				.,						Counsel to Merrill Lynch, Pierce,
Garrison	Andrew N. Rosenberg	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	arosenberg@paulweiss.com	Fenner & Smith, Incorporated
										Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &	Douglas P. Douis	1205 Avenue of the American		Now York	NY	10010 6064		242 272 2000	ddavia@nauhwaiaa.aam	General Chemical Performance Products LLC
Garrison	Douglas R. Davis	1285 Avenue of the Americas		New York	INY	10019-6064		212-373-3000	ddavis@paulweiss.com	Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &										General Chemical Performance
Garrison	Elizabeth R. McColm	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	emccolm@paulweiss.com	Products LLC
Paul, Weiss, Rifkind, Wharton &										
Garrison	Stephen J. Shimshak	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3133	sshimshak@paulweiss.com	Counsel to Ambrake Corporation
										Assistant Attorney General for
Peggy Housner		Cadillac Place	3030 W. Grand Blvd., Suite 10-200	Dotroit	MI	48202		212 456 0140	housnerp@michigan.gov	State of Michigan, Department of Treasury
reggy Housilei		Cadillac Flace	Biva., Suite 10-200	Detroit	IVII	40202		313-430-0140	Tiousnerp@micrigan.gov	Treasury
										Counsel for Illinois Tool Works
										Inc., Illinois Tool Works for Hobart
										Brothers Co., Hobart Brothers
	W. C. D. M. J.	00 1 11111			0.7			000 010 15		Company, ITW Food Equipment
Pepe & Hazard LLP	Kristin B. Mayhew	30 Jelliff Lane		Southport	СТ	06890-1436		203-319-4022	kmayhew@pepehazard.com	Group LLC and Tri-Mark, Inc.
										Counsel to Capro, Ltd, Teleflex Automotive Manufacturing
										Corporation and Teleflex
			Eighteenth & Arch							Incorporated d/b/a Teleflex Morse
Pepper, Hamilton LLP	Francis J. Lawall	3000 Two logan Square	Streets	Philadelphia	PA	19103-2799		215-981-4000	lawallf@pepperlaw.com	(Capro)
Pepper, Hamilton LLP	Henry Jaffe	1313 Market Street	PO Box 1709	Wilmington	DE	19899-1709		302-777-6500	jaffeh@pepperlaw.com	Counsel to SKF USA, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
Pepper, Hamilton LLP	Nina M. Varughese	3000 Two Logan Square	Eighteenth & Arch Streets	Philadelphia	PA	19103-2799	215-981-4000	varughesen@pepperlaw.com	Counsel to Capro, Ltd; Teleflex Automotive Manufacturing Corporation; Teleflex Incorporated; Ametek; Cleo, Inc.; Sierra International, Inc.
Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	ОН	45423-2700	937-223-1130	scarter@pselaw.com	
Pierce Atwood LLP	Jacob A. Manheimer	One Monument Square		Portland	ME	04101	207-791-1100	imanheimer@pierceatwood.co	Counsel to FCI Canada, Inc.; FCI Electronics Mexido, S. de R.L. de C.V.; FCI USA, Inc.; FCI Brasil, Ltda; FCI Automotive Deutschland Gmbh; FCI Italia S. p.A.
Pierce Atwood LLP	Keith J. Cunningham	One Monument Square		Portland	ME	04101	207-791-1100	kcunningham@pierceatwood.com	Counsel to FCI Canada, Inc.; FCI Electronics Mexido, S. de R.L. de C.V.; FCI USA, Inc.; FCI Brasil, Ltda; FCI Automotive Deutschland Gmbh; FCI Italia S. p.A.
Pietragallo Bosick & Gordon LLP	Richard J. Parks	54 Buhl Blvd		Sharon	PA	16146	724-981-1397	rjp@pbandg.com	Counsel to Ideal Tool Company, Inc.
Pillsbury Winthrop Shaw Pittman LLP	Karen B. Dine	1540 Broadway		New York	NY	10036-4039	212-858-1000	karen.dine@pillsburylaw.com	Counsel to Clarion Corporation of America, Hyundai Motor Company and Hyundai Motor America
Pillsbury Winthrop Shaw Pittman LLP	Margot P. Erlich	1540 Broadway		New York	NY	10036-4039	212-858-1000	margot.erlich@pillsburylaw.co	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
Pillsbury Winthrop Shaw Pittman LLP	Mark D. Houle	650 Town Center Drive	Ste 550	Costa Mesa	CA	92626-7122	714-436-6800	mark.houle@pillsburylaw.com	Counsel to Clarion Corporation of America, Hyundai Motor Company and Hyundai Motor America
Pillsbury Winthrop Shaw Pittman LLP	Richard L. Epling	1540 Broadway		New York	NY	10036-4039	212-858-1000	richard.epling@pillsburylaw.co	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
Pillsbury Winthrop Shaw Pittman LLP	Robin L. Spear	1540 Broadway		New York	NY	10036-4039	212-858-1000	robin.spear@pillsburylaw.com	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
Porzio, Bromberg & Newman, P.C.	Brett S. Moore, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960	973-538-4006	bsmoore@pbnlaw.com	
Porzio, Bromberg & Newman, P.C.	John S. Mairo, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960	973-538-4006	jsmairo@pbnlaw.com	Counsel to Neuman Aluminum Automotive, Inc. and Neuman Aluminum Impact Extrusion, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to International Brotherood of Electrical Workers Local Unions No. 663; International Association of
Previant, Goldberg, Uelman,	Jill M. Hartley and								jh@previant.com	Machinists; AFL-CIO Tool and Die
Gratz, Miller & Brueggeman, S.C.	Marianne G. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	mgr@previant.com	Makers Local Lodge 78, District 10
								34 915 684		
PriceWaterHouseCoopers	Enrique Bujidos	Almagro	40	Madrid		28010	Spain	356	enrique.bujidos@es.pwc.com	Representative to DASE
QAD, Inc.	Stephen Tyler Esq	10,000 Midlantic Drive	Suite 100 West	Mt. Laurel	NJ	08054		856-840-2870	xst@qad.com	Counsel to QAD, Inc.
Quarles & Brady LLP	John A. Harris	Renaissance One	Two North Central Avenue	Phoenix	AZ	85004-2391		602-229-5200	jharris@quarles.com	Counsel to Semiconductor Components Industries. Inc.
Quaries & Brady LLP	JOHN A. Hallis	Renaissance One	Avenue	Prioeriix	AZ	05004-2391		602-229-5200	<u>Inams@quanes.com</u>	Components industries, inc.
Quarles & Brady LLP	John J. Dawson	Renaissance One	Two North Central Avenue	Phoenix	AZ	85004-2391		602-229-5200	jdawson@quarles.com	Counsel to Semiconductor Components Industries, Inc.
Quarles & Brady LLP	Kasey C. Nye	One South Church Street		Tucson	AZ	85701		520-770-8717	knye@guarles.com	Counsel to Offshore International, Inc.; Maquilas Teta Kawi, S.A. de C.V.; On Semiconductor Corporation; Flambeau Inc.
Quarles & Brady LLP	Roy Prange	33 E Main St Ste 900		Madison	WI	53703-3095		608-283-2485		Counsel for Flambeau Inc.
	, ,									Counsel to Infineon; Infineon
Reed Smith	Ann Pille	10 South Wacker Drive		Chicago	IL	60606		312-207-1000	apille@reedsmith.com	Technologies
Republic Engineered Products,										Counsel to Republic Engineered
Inc.	Joseph A Kaczka	3770 Embassy Parkway		Akron	OH	44333		330-670-3215	<u>om</u>	Products, Inc.
Riddell Williams P.S.	Joseph E. Shickich, Jr.	1001 4th Ave.	Suite 4500	Seattle	WA	98154-1195		206-624-3600	jshickich@riddellwilliams.com	Counsel to Microsoft Corporation; Microsoft Licensing, GP
										Counsel to Mary P. O'Neill and
Rieck and Crotty PC	Jerome F Crotty	55 West Monroe Street	Suite 3390	Chicago	IL	60603		312-726-4646	jcrotty@rieckcrotty.com	Liam P. O'Neill
Rosen Slome Marder LLP	Thomas R. Slome	333 Earle Ovington Boulevard	Suite 901	Uniondale	NY	11533		516-227-1600	tslome@rsmllp.com	Counsel to JAE Electronics, Inc.
Russell Reynolds Associates, Inc.	Charles E. Boulbol, P.C.	26 Broadway, 17th Floor		New York	NY	10004		212-825-9457	rtrack@msn.com	Counsel to Russell Reynolds Associates, Inc.
Satterlee Stephens Burke &	,	,								Counsel to Moody's Investors
Burke LLP	Christopher R. Belmonte	230 Park Avenue		New York	NY	10169		212-818-9200	cbelmonte@ssbb.com	Service
Satterlee Stephens Burke &		200 B . I . I								Counsel to Moody's Investors
Burke LLP	Pamela A. Bosswick	230 Park Avenue		New York	NY	10169		212-818-9200	pbosswick@ssbb.com	Service
Satterlee Stephens Burke & Burke LLP	Roberto Carrillo	230 Park Avenue	Suite 1130	New York	NY	10169		212-818-9200	rcarrillo@ssbb.com	Attorney's for Tecnomec S.r.L.
	D : 1111	40050 144	0 11 400			40004		0.40 5.40 05 :-	dweiner@schaferandweiner.co	
Schafer and Weiner PLLC	Daniel Weiner	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340	<u>m</u>	Counsel to Dott Industries, Inc.
Schafer and Weiner PLLC	Howard Borin	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340	hborin@schaferandweiner.com mwernette@schaferandweiner	Counsel to Dott Industries, Inc.
									com_ shellie@schaferandweiner.co	
Schafer and Weiner PLLC	Michael R Wernette	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340	<u>m</u>	Counsel to Dott Industries, Inc.
Schafer and Weiner PLLC	Ryan Heilman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340	rheilman@schaferandweiner.c om	Counsel to Dott Industries, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Schiff Hardin LLP	Eugene J. Geekie, Jr.	7500 Sears Tower		Chicago	IL	60606		312-258-5635	egeekie@schiffhardin.com	Counsel to Means Industries
	,									Counsel to Parnassus Holdings II,
										LLC and Platinum Equity Capital
Schulte Roth & Zabel LLP	David J. Karp	919 Third Avenue		New York	NY	10022		212-756-2000	david.karp@srz.com	Partners II, LP
										Counsel to Panasonic
Cabalta Dath & Zahalli D	James T. Dantley	O40 Third Assessed		Na Vanle	NIX	40000		040 750 0070	: h	Autommotive Systems Company
Schulte Roth & Zabel LLP	James T. Bentley	919 Third Avenue		New York	NY	10022		212-756-2273	james.bentley@srz.com	of America
										Counsel to Panasonic Automotive
										Systems Company of America;
Schulte Roth & Zabel LLP	Michael L. Cook	919 Third Avenue		New York	NY	10022		212-756-2000	michael.cook@srz.com	D.C. Capital Partners, L.P.
Schwartz Lichtenberg LLP	Barry E Lichtenberg Esq	420 Lexington Ave Ste 2400		New York	NY	10170		212-389-7818	barryster@att.net	Counsel to Marybeth Cunningham
										Counsel to Murata Electronics
										North America, Inc.; Fujikura
Seyfarth Shaw LLP	Paul M. Baisier, Esq.	1545 Peachtree Street, N.E.	Suite 700	Atlanta	GA	30309-2401		404-885-1500	pbaisier@seyfarth.com	America, Inc.
										Counsel to Murata Electronics
One fourth Observat LED	Bahari W. Barash I	OOO Fishals Asse		NI a X a al	ND/	40040 4405		040 040 5500	a land a land a land	North America, Inc.; Fujikura
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave	Tura Casasant Lasas	New York	NY	10018-1405		212-218-5500	rdremluk@seyfarth.com	America, Inc.
Seyfarth Shaw LLP	William J. Hanlon	World Trade Center East	Two Seaport Lane, Suite 300	Poston	MA	02210		617-946-4800	whanlon@seyfarth.com	Counsel to le Belier/LBQ Foundry S.A. de C.V.
Shaw Gussis Fishman Glantz	William J. Hanion	World Trade Ceriter East	Suite 300	Boston	IVIA	02210		017-940-4600	wnanion@seylartn.com	Counsel to ATC Logistics &
Wolfson & Towbin LLC	Brian L Shaw	321 N. Clark St.	Suite 800	Chicago	IL	60654		312-541-0151	bshaw100@shawgussis.com	Electronics, Inc.
Sheehan Phinney Bass + Green	Briair E Griaw	321 N. Clark St.	Outic 000	Officago	IL	00004		312 341 0131	DSHAW 100 @ SHAWQU33I3.COM	Electronics, me.
Professional Association	Bruce A. Harwood	1000 Elm Street	P.O. Box 3701	Manchester	NH	03105-3701		603-627-8139	bharwood@sheehan.com	Counsel to Source Electronics, Inc.
										Counsel to Milwaukee Investment
Sheldon S. Toll PLLC	Sheldon S. Toll	2000 Town Center	Suite 2550	Southfield	MI	48075		248-358-2460	lawtoll@comcast.net	Company
Sheppard Mullin Richter &										
Hampton LLP	Eric Waters	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800		
Sheppard Mullin Richter &										
Hampton LLP	Malani J. Sternstein	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800	<u>om</u>	Corp. and Gary Whitney
Sheppard Mullin Richter &										
Hampton LLP	Theodore A. Cohen	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	tcohen@sheppardmullin.com	Counsel to Gary Whitney
Sheppard Mullin Richter &	The same NA/s will a	000 0 - 1 11 0 1 1	40th Flores		0.4	00074		040 000 4700		Counsel to International Rectifier
Hampton LLP Sher, Garner, Cahill, Richter,	Theresa Wardle	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	twardle@sheppardmullin.com	Corp. Counsel to Gulf Coast Bank &
Klein & Hilbert, LLC	Robert P. Thibeaux	5353 Essen Lane	Suite 650	Baton Rouge	LA	70809		225-757-2185	rthibeaux@shergarner.com	Trust Company
Sher, Garner, Cahill, Richter,	Robert I . Illibeaux	3333 Essen Lane	Julie 030	Daton Rouge	LA	70003		223-131-2103	Titlibeaux@Silergarrier.com	Counsel to Gulf Coast Bank &
Klein & Hilbert, LLC	Robert P. Thibeaux	909 Poydras Street	28th Floor	New Orleans	LA	70112-1033		504-299-2100	rthibeaux@shergarner.com	Trust Company
Shipman & Goodwin LLP	Kathleen M. LaManna	One Constitution Plaza	201111001	Hartford	CT	06103-1919		860-251-5603		Tradit Company
Sills, Cummis Epstein & Gross,										Counsel to Hewlett-Packard
P.C.	Andrew H. Sherman	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	asherman@sillscummis.com	Financial Services Company
Sills, Cummis Epstein & Gross,										Counsel to Hewlett-Packard
P.C.	Jack M. Zackin	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	jzackin@sillscummis.com_	Financial Services Company
									vhamilton@sillscummis.com	
Sills, Cummis Epstein & Gross,	Valerie A Hamilton								skimmelman@sillscummis.co	Counsel to Doosan Infracore
P.C.	Simon Kimmelman	650 College Rd E		Princeton	NJ	08540		609-227-4600	<u>m</u>	America Corp.
Cilver Deint Conital L D	Ohaim I Fastson	Torre Conservately Black	4-4-51	0	СТ	00000		000 540 4010	cfortgang@silverpointcapital.c	Counsel to Silver Point Capital,
Silver Point Capital, L.P.	Chaim J. Fortgang	Two Greenwich Plaza	1st Floor	Greenwich	CT	06830		203-542-4216	<u>om</u>	L.P.
Smith. Katzenstein & Furlow LLP	Kathleen M. Miller	800 Delaware Avenue, 7th Floor	P.O. Box 410	Wilmington	DE	19899		303-653 0400	kmiller@skfdelaware.com	Counsel to Airgas, Inc.
Smith, Natzenstein & Furiow LLP	Nauneen W. Willer	FIUUI	F.O. DUX 410	vviiiiiiigtori	טב	13033		302-032-0400	KITIIIIEI @SKIUEIAWATE.COM	Counsel to Allyas, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Molex, Inc. and INA
Sonnenschein Nath & Rosenthal										USA, Inc. and United Plastics
	D. Farrington Yates	1221 Avenue of the Americas		New York	NY	10020		212-768-6700	fyates@sonnenschein.com	Group
Sonnenschein Nath & Rosenthal LLP	Manila I Mashan	2000 Cara Tamas	233 South Wacker	Chiana		cococ		242 070 0000		Command to United Blooting Comm
Sonnenschein Nath & Rosenthal	Monika J. Machen	8000 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	mmachen@sonnenschein.com	Counsel to United Plastics Group Counsel to Schaeffler Canada. Inc.
	Oscar N. Pinkas	1221 Avenue of the Americas	24th Floor	New York	NY	10020		212-768-6700	opinkas@sonnenschein.com	and Schaeffler KG
	Oscar IV. I IIIkas	1221 Avenue of the Americas	240111001	IVOW TOTA	INI	10020		212 700 0700	opinicas es son increscricim.com	Counsel to Molex, Inc. and INA
Sonnenschein Nath & Rosenthal			233 South Wacker							USA, Inc.; Counsel to Schaeffler
	Robert E. Richards	7800 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	rrichards@sonnenschein.com	Canada, Inc. and Schaeffler KG
Squire, Sanders & Dempsey	C. Christopher Mayor	4000 Key Toyer	107 Dublic Ca	Claveland	ОН	44114		246 470 9602		Counsel to Furukawa Electric Co., Ltd.; Counsel for the City of
L.L.P.	G. Christopher Meyer	4900 Key Tower	127 Public Sq	Cleveland	OH	44114		216-479-8692	cmeyer@ssd.com	Dayton, Ohio Attorneys for the State of California
State of California Office of the			300 South Spring							Department of Toxic Substances
	Sarah E. Morrison	Deputy Attorney General	Street Ste 1702	Los Angeles	CA	90013		213-897-2640	sarah.morrison@doi.ca.gov	Control
rational Control	Caran Er mornoon	Dopaty / Morrioy Corrora	0001.010.17.02	2007go.00	0,1	000.0		2.0 00. 20.0	<u>ourumnomoun guojounger</u>	o similar
										Assistant Attorney General for State of Michigan, Unemployment
	Roland Hwang Assistant Attorney									Tax Office of the Department of Labor & Economic Growth,
Unemployment Insurance Agency C	General	3030 W. Grand Boulevard	Suite 9-600	Detroit	MI	48202		313-456-2210	hwangr@michigan.gov	Unemployment Insurance Agency
										Assistant Attorney General as
Ctata of Michigan Labor Division (Corres Deserves Charm	DO D 20720				40000		E47 070 0E00		Attorney for the Michigan Workers'
State of Michigan Labor Division S	Susan Przekop-Shaw	PO Box 30736		Lansing	MI	48909		517-373-2560	przekopshaws@michigan.gov jmbaumann@steeltechnologie	Compensation Agency Counsel to Steel Technologies,
Steel Technologies, Inc.	John M. Baumann	15415 Shelbyville Road		Louisville	KY	40245		502-245-0322	s.com	Inc.
	Michael A Spero	15415 Chelby ville Road		Louisville	IXI	40240		302 243 0322	3.0011	inc.
	Simon Kimmelman	50 West State Street, Suite								Counsel to Doosan Infracore
	Valerie A Hamilton	1400	PO Box 1298	Trenton	NJ	08607-1298		609-392-2100	jspecf@sternslaw.com	America Corp.
	Chester B. Salomon, Esq.									Counsel to Tonolli Canada Ltd.; VJ
	Constantine D. Pourakis,								cs@stevenslee.com	Technologies, Inc. and V.J.
Stevens & Lee, P.C.	Esq.	485 Madison Avenue	20th Floor	New York	NY	10022		212-319-8500	cp@stevenslee.com	ElectroniX, Inc.
										Counsel to Thyssenkrupp
Stinson Morrison Hecker LLP	Mark A. Shaiken	1201 Walnut Street		Kansas City	МО	64106		816-842-8600	mshaiken@stinsonmoheck.co	Waupaca, Inc. and Thyssenkrupp Stahl Company
	Madison L.Cashman	424 Church Street	Suite 1800	Nashville	TN	37219			robert.goodrich@stites.com	Counsel to Setech, Inc.
Cities a Harbison File	Madison L.Oasiman	424 Onarch Otreet	Guile 1000	IVASITVIIC	111	37213		010 244 0200	TODETE GOODING STREET, COM	Couriser to detect, inc.
Stites & Harbison PLLC	Robert C. Goodrich, Jr.	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	madison.cashman@stites.com	Counsel to Setech, Inc.
										Counsel to WAKO Electronics
										(USA), Inc.,Ambrake Corporation,
								502-681-0448	wbeard@stites.com	and Akebona Corporation (North
*	W. Robinson Beard, Esq.	400 West Market Street		Louisville	KY	40202		502-587-3400	loucourtsum@stites.com	America)
	Christine M. Pajak Eric D. Goldberg								cpajak@stutman.com egoldberg@stutman.com	Counsel to CR Intrinsic Investors, LLC, Elliot Associates, L.P.,
	Isaac M. Pachulski Esq								ipachulski@stutman.com	Highland Capital Management,
				1				1		0 ,
Professional Corporation J	Jeffrey H Davidson Esq	1901 Avenue of the Stars	12th Floor	Los Angeles	CA	90067		310-228-5600	idavidson@stutman.com	L.P.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Select Industries
										Corporation and Gobar Systems,
Taft, Stettinius & Hollister LLP	W Timothy Miller Esq	425 Walnut Street	Suite 1800	Cincinnati	OH	45202		513-381-2838	miller@taftlaw.com	Inc.
T :: 11 0 0 1: 11 0	Jay Teitelbaum		0 151						iteitelbaum@tblawllp.com	
Teitelbaum & Baskin LLP	Ron Baskin	3 Barker Avenue	3rd Floor	White Plains	NY	10601		914-437-7670	rbaskin@tblawllp.com	Counsel to Mary H. Schaefer
Tennessee Department of Revenue	Marvin E. Clements, Jr.	c/o TN Attorney General's Office, Bankruptcy Division	PO Box 20207	Nashville	TN	37202-0207		615-532-2504	agbanknewyork@ag.tn.gov	Tennesse Department of Revenue
Thacher Proffitt & Wood LLP	Jonathan D. Forstot	Two World Financial Center	FO BOX 20201	New York	NY	10281		212-912-7679	iforstot@tpw.com	Counsel to TT Electronics, Plc
Thacher Proffitt & Wood LLP	Louis A. Curcio	Two World Financial Center		New York	NY	10281		212-912-7607	lcurcio@tpw.com	Counsel to TT Electronics, Plc
THACHEL FROM A TYCCA ZZI	20010711 001010	The trend thanear conter	2-Chrome, Chiyoda-			.020.		212 012 1001	niizeki.tetsuhiro@furukawa.co.	
The Furukawa Electric Co., Ltd.	Mr. Tetsuhiro Niizeki	6-1 Marunouchi	ku	Tokyo	Japan	100-8322			р	Furukawa Electric Co., Ltd.
The Timpken Corporation BIC -				Í						Representative for Timken
08	Robert Morris	1835 Dueber Ave. SW	PO Box 6927	Canton	ОН	44706-0927		330-438-3000	robert.morris@timken.com	Corporation
										Counsel to STMicroelectronics,
Thompson & Knight	Rhett G. Cambell	333 Clay Street	Suite 3300	Houston	TX	77002		713-654-1871	rhett.campbell@tklaw.com	Inc.
Thompson & Knight LLP	Ira L. Herman	919 Third Avenue	39th Floor	New York	NY	10022-3915		212-751-3045		Counsel to Victory Packaging
Thompson & Knight LLP	John S. Brannon	1700 Pacific Avenue	Suite 3300	Dallas	TX	75201-4693		214-969-1505	john.brannon@tklaw.com	Counsel to Victory Packaging
The same of Oak and Franchish and	I NI	SS Seed Means	40th Flore	01.1		00000		040 040 7500		Counsel to Aluminum International,
Thompson Coburn Fagel Haber	Lauren Newman	55 East Monroe	40th Floor	Chicago	IL	60603		312-346-7500	Inewman@tcfhlaw.com dquaid@tcfhlaw.com	Inc.
Thompson Coburn LLP d/b/a									efiledocketgroup@fagelhaber.	Counsel for Penn Aluminum
Thompson Coburn Fagel Haber	Dennis E. Quaid Esq	55 E Monroe 40th FI		Chicago	IL	60603		312-580-2215	com	International Inc
Thompson Cobuin Lager Laber	Derinis L. Qualu Esq	33 L WOITOE 40til I I		Criicago	IL.	00003		312-300-2213	COM	General Counsel and Company
										Secretary to TI Group Automotive
TI Group Automotive Systms LLC	Timothy M. Guerriero	12345 E Nine Mile Rd		Warren	МІ	48089		586-755-8066	tguerriero@us.tiauto.com	Systems LLC
Todd & Levi, LLP	Jill Levi, Esq.	444 Madison Avenue	Suite 1202	New York	NY	10022		212-308-7400	ilevi@toddlevi.com	Counsel to Bank of Lincolnwood
,										Counsel to Environmental
										Protection Agency; Internal
										Revenue Service; Department of
	Matthew L Schwartz	Assistant United States	86 Chambers Street							Health and Human Services; and
U.S. Department of Justice	Joseph N Cordaro	Attorneys	3rd Fl	New York	NY	10007		212-637-1945		Customs and Border Protection
									hzamboni@underbergkessler.c	
Underberg & Kessler, LLP	Helen Zamboni	300 Bausch & Lomb Place		Rochester	NY	14604		585-258-2800	<u>om</u>	Counsel to McAlpin Industries, Inc.
Haller Device Device 1 Comment	NA A 1/21	4.400 Davids - Otros	110 1500	0	NE	00470		100 511 1105	and the same SLID and the	Counsel to Union Pacific Railroad
Union Pacific Railroad Company	Mary Ann Kilgore	1400 Douglas Street	MC 1580	Omaha	NE	68179		402-544-4195	mkilgore@UP.com	Company Counsel to United Steel, Paper
										and Forestry, Rubber,
										Manufacturing, Energy, Allied
	Allied Industrial and									Industrial and Service Workers,
United Steel, Paper and Forestry,	Service Workers, Intl		Five Gateway							International Union (USW), AFL-
Rubber, Manufacturing, Energy	Union (USW), AFL-CIO	David Jury, Esq.	Center Suite 807	Pittsburgh	PA	15222		412-562-2546	djury@usw.org	CIO
,	(1 112 23 10		
Vorys, Sater, Seymour and Pease										Counsel to America Online, Inc.
LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	ОН	43215		614-464-8322	tscobb@vorys.com	and its Subsidiaries and Affiliates
										Counsel to Capital Research and
Wachtell, Lipton, Rosen & Katz	Richard G. Mason	51 West 52nd Street		New York	NY	10019-6150		212-403-1000	RGMason@wlrk.com	Management Company
										Counsel to Robert Bosch
										Corporation; Counsel to Daewoo
		200 574 71 10	111 Lyon Street,			40500		010 ==0 01		International Corp and Daewoo
Warner Norcross & Judd LLP	Gordon J. Toering	900 Fifth Third Center	N.W.	Grand Rapids	MI	49503		616-752-2185	gtoering@wnj.com	International (America) Corp
Manage Naganage 9 Judd 115	Mishael C. Course	2000 Taura Cantan	Cita 0700	Caudhtiald		40075		040 704 5404		Counsel to Compuware
Warner Norcross & Judd LLP	Michael G. Cruse	2000 Town Center	Suite 2700	Southfield	MI	48075		248-784-5131	mcruse@wnj.com	Corporation
Warner Norcross & Judd LLP	Stephen B. Grow	900 Fifth Third Center	111 Lyon Street, N.W.	Grand Rapids	МІ	49503		616-752-2150	growsb@wnj.com	Counsel to Behr Industries Corp.
Warrier MUICIUSS & Judu LLP	Stephen B. Glow	300 Filli Hilla Center	1 N . V V .	Gianu Napius	IVII	49000		010-102-2100	growsb@wiij.com	Counsel to belli illuustiles Colp.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
Weltman, Weinberg & Reis Co.,	0 " 1 5 1	4== 0	0 11 000			40045	044.057.4000		Counsel to Seven Seventeen
L.P.A.	Geoffrey J. Peters	175 South Third Street	Suite 900	Columbus	OH	43215	614-857-4326	gpeters@weltman.com	Credit Union
	01 14 1							gkurtz@ny.whitecase.com	
	Glenn Kurtz							guzzi@whitecase.com	
	Gerard Uzzi							dbaumstein@ny.whitecase.co	Counsel to Appaloosa
White & Case LLP	Douglas Baumstein	1155 Avenue of the Americas		New York	NY	10036-2787	212-819-8200	<u>m</u>	Management, LP
	The second constant		000 0					11	0
NAME :: 0.00 11.5	Thomas Lauria		200 South Biscayne			22424	005 074 0700	tlauria@whitecase.com	Counsel to Appaloosa
White & Case LLP	Frank Eaton	Wachovia Financial Center	Blvd., Suite 4900	Miami	FL	33131	305-371-2700	featon@miami.whitecase.com	Management, LP
l									Counsel to Schunk Graphite
Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894	414-273-2100	barnold@whdlaw.com	Technology
Wickens Herzer Panza Cook &									Counsel for Delphi Sandusky
Batista Co	James W Moennich Esq	35765 Chester Rd		Avon	OH	44011-1262	440-930-8000	jmoennich@wickenslaw.com	ESOP
	David Neier							dneier@winston.com	Counsel to Ad Hoc Group of
Winston & Strawn LLP	Carey D. Schreiber	200 Park Avenue		New York	NY	10166-4193	212-294-6700		Tranche A & B DIP Lenders
Winthrop Couchot Professional								mwinthrop@winthropcouchot.c	
Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660	949-720-4100		Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional								sokeefe@winthropcouchot.co	
Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660	949-720-4100	<u>m</u>	Counsel to Metal Surfaces, Inc.
l <u>.</u> <u>.</u>									
Womble Carlyle Sandridge &									
Rice, PLLC	Allen Grumbine	550 South Main St		Greenville	SC	29601	864-255-5402	agrumbine@wcsr.com	Counsel to Armacell
Womble Carlyle Sandridge &	Mishaul C. Bassal, "	000 D. I A	0.11.4504	NACI C C	DE.	40004			Counsel to Chicago Miniature
Rice, PLLC	Michael G. Busenkell	222 Delaware Avenue	Suite 1501	Wilmington	DE	19801	505 000 4544	mbusenkell@wcsr.com	Optoelectronic Technologies, Inc.
Woods Oviatt Gilman LLP	Ronald J. Kisinski	700 Crossroads Bldg	2 State St	Rochester	NY	14614	585-362-4514	rkisicki@woodsoviatt.com	
									Counsel to Toyota Tsusho
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022	212-223-0400	skrause@zeklaw.com	America, Inc.

EXHIBIT C

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	PARTY / FUNCTION
Angelo, Gordon & Co.	Leigh Walzer	245 Park Avenue	26th Floor	New York	NY	10167		212-692-8251	212-867-6395	
rangolo, Gordon d Go.	Andy Leinhoff	1301 S. Capital of Texas	201111001			10.01		2.2 002 020.	2.2 00. 0000	
APS Clearing, Inc.	Matthew Hamilton	Highway	Suite B-220	Austin	TX	78746		512-314-4416	512-314-4462	Counsel to APS Clearing, Inc.
										Counsel to Pullman Bank and
Arent Fox PLLC	Mitchell D. Cohen	1675 Broadway		New York	NY	10019		212-484-3900	212-484-3990	Trust Company
Bingham McHale LLP	John E Taylor Michael J Alerding	10 West Market Street	Suite 2700	Indianapolis	IN	46204		317-635-8900	317-236-9907	
Deigle Charles Consenting	K K. ll.	01140 405 40 00	1000 Chrysler	A characterist		40000 0700		040 570 5744		Counsel to DaimlerChrysler Corporation; DaimlerChrylser Motors Company, LLC;
DaimlerChrysler Corporation	Kim Kolb	CIMS 485-13-32	Drive	Auburn Hills	MI	48326-2766		248-576-5741		DaimlerChrylser Canada, Inc.
Hodgson Russ LLP	Stephen H. Gross, Esq.	60 E 42nd St 37th FI		New York	NY	10165-0150		212-661-3535	212-972-1677	Co-Counsel for Yazaki North America, Inc.
InPlay Technologies Inc	Heather Beshears	234 South Extension Road	t	Mesa	AZ	85201				Creditor
Jaffe, Raitt, Heuer & Weiss, P.C.		27777 Franklin Road	Suite 2500	Southfield	MI	48034		248-351-3000	248-351-3082	Counsel to Trutron Corporation
Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202				General Counsel to Jason Incorporated
Jason, Inc.	Courisei	411 E. WISCONSIII AVE	Suite 2120	Willwaukee	VVI	33202				Counsel to Themselves (McCarthy
McCarthy Tetrault LLP	John J. Salmas	66 Wellington Street West	Suite 4700	Toronto	Ontario	M5K 1E6	Canada	416-362-1812	416-868-0673	` `
Michigan Heritage Bank	Janice M. Donahue	28300 Orchard Lake Rd	Ste 200	Farmington Hills	MI	48334		248-538-2529	248-786-3596	Counsel to Michigan Heritage Bank; MHB Leasing, Inc.
Miller & Chevalier Chartered	Anthony F Shelley Timothy P O'Toole	655 Fifteenth Street NW Suite 900		Washington	DC	20005		202-626-5800		Counsel to Dennis Black, Charles Cunningham, and the Delphi Salaried Retiree Association
Morrison Cohen LLP	Joseph T. Moldovan Michael R Dal Lago	909 Third Ave		New York	NY	10022		212-735-8600		Counsel to Dennis Black, Charles Cunningham, and the Delphi Salaried Retiree Association
Nix, Patterson & Roach, L.L.P.	Bradley E. Beckworth Jeffrey J. Angelovich Susan Whatley	205 Linda Drive		Daingerfield	TX	75638		903-645-7333	903-645-4415	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
Norrio Mal quablic 9 Marros	Elizabeth L.	704 Pouto 202 206	D.O. Boy 1010	Comenille	N. I	00076		000 700 0700	000 700 0755	Counsel to Rotor Clip Company,
Norris, McLaughlin & Marcus	Abdelmasieh, Esq	721 Route 202-206	P.O. Box 1018	Somerville	NJ	08876		908-722-0700	908-722-0755	Inc.

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DPH Holdings Corp.
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	PARTY / FUNCTION
Paul, Weiss, Rifkind, Wharton &		1285 Avenue of the								Counsel to Ambrake Corporation;
Garrison	Curtis J. Weidler	Americas		New York	NY	10019-6064		212-373-3157	212-373-2053	Akebono Corporation
Paul, Weiss, Rifkind, Wharton &		1285 Avenue of the								Counsel to Merrill Lynch, Pierce,
Garrison	Justin G. Brass	Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	Fenner & Smith, Incorporated
			Eighteenth & Arch							
Pepper, Hamilton LLP	Linda J. Casey	3000 Two logan Square	Streets	Philadelphia	PA	19103-2799		215-981-4000	215-981-4750	Counsel to SKF USA, Inc.
	Charles W Browning Robert G Kamenec									Counsel to ACE American Insurance Company and Pacific
Plunkett Cooney	Elaine M Pohl	38505 Woodward Avenue	Suite 2000	Bloomfield Hills	М	48304		248-901-4000	248-901-4040	Employers Insurance Company
Tidrikett Gooney	Liame WT Offi	30303 Woodward Avenue	Suite 2000	Dioonnied mis	IVII	40304		240-301-4000	240-301-4040	Corporate Secretary for
Professional Technologies										Professional Technologies
Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734		989-385-3230	989-754-7690	
	Susheel Kirpalani									
Quinn Emanuel Urquhart Oliver	James C Tecce									Counsel For Collective Of Tranche
& Hedges LLP	Scott C Shelley	51 Madison Ave 22nd Fl		New York	NY	10010		212-849-7199	212-849-7100	C DIP Lenders
										Counsel to General Electric
Reed Smith	Elena Lazarou	599 Lexington Avenue	29th Floor	New York	NY	10022		212-521-5400	212-521-5450	Capital Corporation, Stategic
Republic Engineered Products,	Liella Lazaiou	599 Lexington Avenue	29(1111001	New TOIK	INI	10022		212-321-3400	212-321-3430	Counsel to Republic Engineered
Inc.	Joseph Lapinsky	3770 Embassy Parkway		Akron	ОН	44333		330-670-3004	330-670-3020	
Riverside Claims LLC	Holly Rogers	2109 Broadway	Suite 206	New York	NY	10023				Riverside Claims LLC
Robinson, McFadden & Moore,										Counsel to Blue Cross Blue Shield
P.C.	Annemarie B. Mathews	P.O. Box 944		Columbia	SC	29202		803-779-8900	803-771-9411	of South Carolina
										Counsel to Brembo S.p.A; Bibielle
Ropers, Majeski, Kohn & Bentley	Christopher Norgaard	515 South Flower Street	Suite 1100	Los Angeles	CA	90071		213-312-2000	213-312-2001	S.p.A.; AP Racing
Ropes & Gray LLP	Gregory O. Kaden	One International Place		Boston	MA	02110-2624		617-951-7000	617-951-7050	Attorneys for D-J, Inc.
	Arlene Gelman									Counsel to Infineon Technologies
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606		312-207-1000	312-207-6400	North America Corporation
Schafer and Weiner PLLC	Max Newman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340		Counsel to Dott Industries, Inc.
Schiffrin & Barroway, LLP	Michael Yarnoff	280 King of Prussia Road		Radnor	PA	19087		640 667 7706	040 007 7050	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP

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										Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen
Schiffrin & Barroway, LLP	Sean M. Handler	280 King of Prussia Road		Radnor	PA	19087		610-667-7706	610-667-7056	Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
					0.7			000 054 5044		Counsel to Fortune Plastics Company of Illinois, Inc.; Universa
Shipman & Goodwin LLP	Jennifer L. Adamy Lloyd B. Sarakin - Chief Counsel, Finance and	One Constitution Plaza		Hartford	СТ	06103-1919		860-251-5811	860-251-5218	Metal Hose Co.,
Sony Electronics Inc.	Credit	1 Sony Drive	MD #1 E-4	Park Ridge	NJ	07656		201-930-7483		Counsel to Sony Electronics, Inc.
Squire, Sanders & Dempsey L.L.P.	Eric Marcks	One Maritime Plaza	Suite 300	San Francisco	CA	94111-3492			415-393-9887	Counsel to Furukawa Electric Co., Ltd. And Furukawa Electric North America, APD Inc.
Stein, Rudser, Cohen & Magid LLP	Robert F. Kidd	825 Washington Street	Suite 200	Oakland	CA	94607		510-287-2365	510-987-8333	
Steinberg Shapiro & Clark	Mark H. Shapiro	24901 Northwestern Highway	Suite 611	Southfield	MI	48075		248-352-4700	248-352-4488	Counsel to Bing Metals Group, Inc.; Gentral Transport International, Inc.; Crown Enerprises, Inc.; Economy Transport, Inc.; Logistics Insight Corp (LINC); Universal Am-Can, Ltd.; Universal Truckload Services Inc.
	·	50 West State Street,								Counsel to Doosan Infracore
Sterns & Weinroth, P.C. Thelen Reid Brown Raysman & Steiner LLP	Jeffrey S. Posta Marcus O. Colabianchi	Suite 1400 101 Second St Ste 1800	PO Box 1298	Trenton San Francisco	NJ CA	94105-3606			415-369-8764	America Corp. Counsel to Oki Semiconductor
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119				Conflicts counsel to Debtors
Tyler, Cooper & Alcorn, LLP Waller Lansden Dortch & Davis,	W. Joe Wilson Robert J. Welhoelter,	185 Asylum Street	CityPlace I 35th Floor	Hartford	СТ	06103-3488		860-725-6200	860-278-3802	Counsel to Barnes Group, Inc. Counsel to Nissan North America,
PLLC	Esq.	511 Union Street	Suite 2700	Nashville	TN	37219		615-244-6380	615-244-6804	
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102		817-810-5250	817-810-5255	Systems Corp. and EDS Information Services, L.L.C.
Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626		714-966-1000	714-966-1002	Counsel to Toshiba America Electronic Components, Inc.
WL Ross & Co., LLC	Stephen Toy	1166 Avenue of the Americas		New York	NY	10036-2708		212-826-1100	212-317-4893	Counsel to WL. Ross & Co., LLC

EXHIBIT D

Hearing Date And Time: March 18, 2010 at 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 155 North Wacker Drive Chicago, Illinois 60606 John Wm. Butler, Jr. John K. Lyons Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors

DPH Holdings Corp. Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

DPH Holdings Corp. Legal Information Website:

http://www.dphholdingsdocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11

DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)

(Jointly Administered)

Reorganized Debtors. :

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NOTICE OF HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. 16805

(CHARLES K. VEENSTRA)

PLEASE TAKE NOTICE that on June 27, 2008, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and predecessors to DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"), objected to proof of claim number 16805 (the "Proof of Claim"), filed by Charles K. Veenstra (the "Claimant"), pursuant to the Debtors' Thirtieth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed R. Bankr. P. 3007 To Certain (A) Amended Claims, (B) Equity Claim, (C) Untimely Insufficiently Documented Claim, (D) Books And Records Claims, (E) Untimely Claims, And (F) Claims Subject to Modification (Docket No. 13823).

PLEASE TAKE FURTHER NOTICE that on July 16, 2008, the Claimant filed his Veenstra Response to Debtors' Thirtieth Omnibus Claims Objection (Docket No. 13948).

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089) (the "Claims Objection Procedures Order") and the Ninth Supplemental Order Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims (Docket No. 19176), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the Proof of Claim is hereby scheduled for March 18, 2010, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

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PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Claims Objection Procedures Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Claims Objection Procedures Order carefully because failure to comply with the procedures provided in the Claims Objection Procedures Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Claims Objection Procedures Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Reorganized Debtors may further adjourn the Claims Objection Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated: New York, New York January 12, 2010

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
155 North Wacker Drive
Chicago, Illinois 60606

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti

Four Times Square New York, New York 10036

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

:

Debtors. : (Jointly Administered)

:

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ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 2002(m), 3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES FOR HEARINGS REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES AND PROCEDURES GOVERNING OBJECTIONS TO CLAIMS

("CLAIM OBJECTION PROCEDURES ORDER")

Upon the Motion For Order Pursuant To 11 U.S.C. §§ 502(b) And 502(c) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Disallowance Or Estimation Of Claims And (ii) Certain Notices And Procedures Governing Hearings Regarding Disallowance Or Estimation Of Claims, dated October 31, 2006 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the objections to the Motion and the record of the hearing held on the Motion; and after due deliberation thereon; and good and sufficient cause appearing therefor,



IT IS HEREBY FOUND AND DETERMINED THAT:¹

- A. Proper, timely, adequate, and sufficient notice of the Motion has been provided, such notice was good, sufficient and appropriate under the particular circumstances, and no other or further notice of the Motion is or shall be required.
- B. The Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.
- C. The relief requested in the Motion and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. This Court shall conduct special periodic hearings on contested claims matters in these cases (the "Claims Hearing Dates"), to be held in Courtroom 610, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 unless the Debtors and the parties whose claims are affected are otherwise notified by the Court. The following dates and times have been scheduled as Claims Hearing Dates in these chapter 11 cases:

December 13, 2006 at 10:00 a.m. (prevailing Eastern time)

January 12, 2007 at 10:00 a.m. (prevailing Eastern time)

February 14, 2007 at 10:00 a.m. (prevailing Eastern time)

March 1, 2007 at 10:00 a.m. (prevailing Eastern time)

Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

March 21, 2007 at 10:00 a.m. (prevailing Eastern time) April 5, 2007 at 10:00 a.m. (prevailing Eastern time) April 27, 2007 at 10:00 a.m. (prevailing Eastern time) May 10, 2007 at 10:00 a.m. (prevailing Eastern time) May 24, 2007 at 10:00 a.m. (prevailing Eastern time) June 1, 2007 at 10:00 a.m. (prevailing Eastern time) June 14, 2007 at 10:00 a.m. (prevailing Eastern time) June 22, 2007 at 10:00 a.m. (prevailing Eastern time) July 12, 2007 at 10:00 a.m. (prevailing Eastern time) July 20, 2007 at 10:00 a.m. (prevailing Eastern time) August 2, 2007 at 10:00 a.m. (prevailing Eastern time) August 17, 2007 at 10:00 a.m. (prevailing Eastern time) August 30, 2007 at 10:00 a.m. (prevailing Eastern time) September 28, 2007 at 10:00 a.m. (prevailing Eastern time) October 11, 2007 at 10:00 a.m. (prevailing Eastern time) October 26, 2007 at 10:00 a.m. (prevailing Eastern time) November 8, 2007 at 10:00 a.m. (prevailing Eastern time) November 30, 2007 at 10:00 a.m. (prevailing Eastern time) December 6, 2007 at 10:00 a.m. (prevailing Eastern time)

2. Any response to a claims objection or an omnibus claims objection (a "Response") must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006,

9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered on October 26, 2006 (the "Amended Eighth Supplemental Case Management Order") (Docket No. 5418), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel) and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr., John K. Lyons, and Randall G. Reese), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the seventh calendar day prior to the Omnibus Hearing for which the relevant claims objection or omnibus claims objection is scheduled.

- 3. Every Response must contain at a minimum the following:
 - (a) the title of the claims objection to which the Response is directed;
- (b) the name of the claimant (each holder of a proof of claim, a "Claimant") and a brief description of the basis for the amount of the claim;
- (c) a concise statement setting forth the reasons why the claim should not be disallowed, expunged, reduced, or reclassified, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the claims objection;
- (d) unless already set forth in the proof of claim previously filed with the Court, documentation sufficient to establish a prima facie right to payment; <u>provided</u>, <u>however</u>, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Response; <u>provided further</u>, <u>however</u>, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be

confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Claim, subject to appropriate confidentiality constraints;

- (e) to the extent that the claim is contingent or fully or partially unliquidated, the amount that the Claimant believes would be the allowable amount of such claim upon liquidation of the claim or occurrence of the contingency, as appropriate; and
- (f) the address(es) to which the Debtors must return any reply to the Response, if different from the address(es) presented in the claim.
- 4. Only those Responses made in writing and timely filed and received will be considered by the Court. If a Claimant whose proof of claim is subject to a claims objection and who is served with the relevant claims objection fails to file and serve a timely Response in compliance with the foregoing procedures, the Debtors may present to the Court an appropriate order seeking relief with respect to such claim consistent with the relief sought in the relevant claims objection without further notice to the claimant, provided that, upon entry of such an order, the claimant shall receive notice of the entry of such order as provided below; provided, however, that if the claimant files a timely Response, which does not include the required minimum information provided in paragraph 3 above, the Debtors shall seek disallowance and expungement of the relevant claim or claims only in accordance with the Claims Hearing Procedures provided in paragraph 9 below.
- 5. To the extent that a Response is filed with respect to any claim listed in a claims objection (each, a "Contested Claim"), each such Claim and the objection to such Claim asserted in the claims objection shall be deemed to constitute a separate contested matter as contemplated by Bankruptcy Rule 9014.
- 6. The Debtors are hereby authorized and directed to serve each Claimant whose proof of claim is listed in any omnibus claims objection with (a) a personalized Notice Of Objection To Claim which specifically identifies the Claimant's proof of claim that is subject to objection and the basis for such objection and (b) a complete copy of the relevant omnibus

claims objection without exhibits. Service of omnibus claims objections in such manner shall constitute good and sufficient notice and no other or further notice to claimants of an omnibus claims objection shall be required.

- authorized and directed to serve all orders entered with respect to any omnibus claims objections, including exhibits, upon only the master service list and the 2002 list. The Claims Agent is hereby further authorized and directed to serve all claimants whose proofs of claim are the subject of an order entered with respect to an omnibus claims objection with a copy of such order, without exhibits, and a personalized Notice Of Entry Of Order in the form attached hereto as Exhibit A specifically identifying such Claimant's proof of claim that is subject to the order, the Court's treatment of such proof of claim, and the basis for such treatment, and advising the Claimant of its ability to view the order with exhibits free of charge on the Debtors' Legal Information Website. Without limiting the foregoing, the Court hereby directs the Claims Agent to serve the First Omnibus Claims Order in the manner provided hereby.
- 8. Any order entered by the Court with respect to an objection asserted in an omnibus claims objection shall be deemed a separate order with respect to each claim covered by such order.
- 9. The following procedures shall apply with respect to the determination of Contested Claims (the "Claims Hearing Procedures"):

(a) Adjournment Of Claims Hearing.

(i) All Contested Claims for which a timely Response is filed shall be automatically adjourned to a future hearing, the date of which shall be determined by the Debtors, in their sole discretion, by serving the Claimant with notice as provided herein. The Debtors may send such notice to each Claimant when they deem it appropriate to do so, subject to the requirements of the Bankruptcy Code, the Bankruptcy Rules, and any further order of this Court.

The Debtors shall schedule the further hearing upon each Contested Claim to a Claims Hearing of the Debtors' election:

- (A) for a non-evidentiary hearing to address the legal sufficiency of the particular proof of claim and whether the proof of claim states a claim against the asserted Debtor under Bankruptcy Rule 7012 (a "Sufficiency Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit B (a "Notice Of Sufficiency Hearing") and a copy of this Order at least 20 business days prior to the date of such Sufficiency Hearing, or
- (B) for an evidentiary hearing on the merits of such Contested Claim (a "Claims Objection Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit C (a "Notice Of Claims Objection Hearing" and, collectively with the Notice of Sufficiency Hearing, the "Notices of Hearing") and a copy of this Order at least 65 calendar days prior to the date of such Claims Objection Hearing.
- (ii) The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Court and the Claimant at least five business days prior to the date of the scheduled hearing; <u>provided</u>, <u>however</u>, that the hearing on any Contested Claim shall not be adjourned for more than a total of 180 calendar days from date of service of the initial Notice of Hearing set forth in paragraph 9(a)(i)(A) and (B) above without consent of the Claimant with respect thereto, unless otherwise ordered by the Court.

(b) Sufficiency Hearing Procedures.

- (i) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Debtors wish to file a supplemental pleading, they shall file and serve their pleading no later than ten calendar days before the scheduled Sufficiency Hearing. The supplemental pleading shall not exceed fifteen single-sided, double-spaced pages.
- (ii) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Claimant wishes to file a supplemental response, the Claimant shall file and serve its response no later than two business days before the scheduled Sufficiency Hearing. The supplemental response shall not exceed fifteen single-sided, double-spaced pages.
- (iii) To the extent that this Court determines upon conclusion of the Sufficiency Hearing that a Contested Claim cannot be disallowed in whole or in part without further proceedings, the Debtors shall provide to the Claimant a Notice Of Claims Objection Hearing pursuant to the procedures set forth above.

(c) Mandatory Meet And Confer.

(i) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), (B) the Claimant (if an individual) or the Claimant's principal place of

business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, and (C) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold an in-person meet and confer (an "In-Person Meet and Confer") at a neutral location in Troy, Michigan, or such other location as is reasonably acceptable to the Debtors, within ten business days of service of the Notice Of Claims Objection Hearing.

- (ii) If (A) (1) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000, (2) a Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, or (3) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, and (B) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold a telephonic meet and confer (a "Telephonic Meet and Confer" and, collectively with In-Person Meet and Confers, the "Meet and Confers") within ten business days of service of the Notice Of Claims Objection Hearing.
- (iii) The following representatives of each of the Debtors and the Claimant shall attend the Meet and Confer: (A) counsel for each of the parties, except for a Claimant proceeding <u>pro se</u>, who shall be prepared to discuss the matter described in paragraph 9 (k) below, and (B) a person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of the Debtors and the Claimant, respectively; <u>provided</u>, <u>however</u>, that counsel for each of the parties may participate in the Meet and Confer telephonically.
- (iv) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Meet and Confer in good faith.
- (d) <u>Debtors' Statement Of Disputed Issues</u>. Within five business days after service of the Notice Of Claims Objection Hearing, the Debtors shall file and serve a written statement of disputed issues (the "Statement Of Disputed Issues") upon the Claimant. The Statement Of Disputed Issues shall contain a concise statement summarily setting forth the primary reasons why the claim should be disallowed, expunged, reduced, or reclassified as set forth in the claims objection, including, but not limited to, the material factual and legal bases upon which the Debtors will rely in prosecuting the claims objection, without prejudice to the Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Contested Claim. The Statement of Disputed Issues shall also include documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim, without prejudice to the Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim; <u>provided</u>, <u>however</u>, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Statement of Disputed Issues; <u>provided further</u>, <u>however</u>, that the Debtors shall disclose to the Claimant all information and

provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected, subject to appropriate confidentiality constraints.

- (e) <u>Claimant's Supplemental Response</u>. The following procedures apply to the Claimant's written supplemental response (the "Supplemental Response"), subject to modification pursuant to paragraph 9(k), filed in connection with a Claims Objection Hearing for a Contested Claim:
- (i) The Claimant may file and serve its Supplemental Response (with a copy to chambers) no later than 30 business days prior to commencement of the Claims Objection Hearing. The Supplemental Response shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Claimant relies on exhibits, the Claimant shall include such exhibits in its Supplemental Response (other than those previously included with either its Proof of Claim or its Response); provided, however, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Response; provided further, however, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Contested Claim, subject to appropriate confidentiality constraints. The Claimant shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Response, as appropriate.
- (iii) The Supplemental Response may include affidavits or declarations from no more than two witnesses setting forth the basis of the Contested Claim and evidence supporting the Contested Claim; provided, however, that if the Claimant intends to call a person not under such Claimant's control at the hearing, the Claimant shall, in lieu of an affidavit or declaration of such person, identify such person, the Claimant's basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, such affiant or declarant's affidavit or declaration shall be stricken. The Claimant shall not be permitted to elicit any direct testimony at the Claims Objection Hearing; instead, the affidavit or declaration submitted with the Supplemental Response, or such witnesses' deposition transcript if the witnesses were not under the Claimant's control, shall serve as the witnesses' direct testimony and the Debtors may cross examine the witnesses at the Claims Objection Hearing, or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Claimant.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Claimant timely filed a Supplemental Response, the Claimant may file and serve (with a copy to chambers) an amended Supplemental Response and a supplemental affidavit or declaration on behalf of each of its witnesses solely for the purpose of supplementing the Supplemental Response and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Response shall be subject to the page limitations set forth above.

- (f) <u>Debtors' Supplemental Reply</u>. The following procedures shall apply to the Debtors' written supplemental reply, if any (the "Supplemental Reply"), subject to modification pursuant to paragraph 9(k) below, filed in connection with a Claims Objection Hearing with respect to a Contested Claim:
- (i) The Debtors may file and serve (with a copy to chambers) a Supplemental Reply no later than 20 business days prior to commencement of the Claims Objection Hearing. The Supplemental Reply shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Debtors rely on exhibits, the Debtors shall include such exhibits in their Supplemental Reply (other than those previously included with either their objection or reply); provided, however, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Reply; provided further, however, that the Debtors shall disclose to the Claimant all information and provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected and upon which the Debtors intend to rely in support of their objection, subject to appropriate confidentiality constraints. The Debtors shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Reply.
- (iii) The Supplemental Reply may include affidavits or declarations from no more than two witnesses setting forth the Debtors' basis for objecting to the Contested Claim and evidence in support of such objection to the Contested Claim; provided, however, that if the Debtors intend to call a person not under the Debtors' control at the hearing, the Debtors shall, in lieu of an affidavit or declaration of such person, identify such person, the Debtors' basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, as appropriate, such affiant or declarant's affidavit or declaration shall be stricken. The Debtors shall not be permitted to elicit any direct testimony at the Claims Objection Hearing, instead, the affidavit or declaration submitted with the Supplemental Reply, or such witnesses' deposition transcript if the witnesses were not under the Debtors' control, shall serve as the witnesses' direct testimony and the Claimant may cross examine the witnesses at the Claims Objection Hearing or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Debtors.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Debtors timely filed a Supplemental Reply, the Debtors may file and serve (with a copy to chambers) an amended Supplemental Reply and a supplemental affidavit or declaration on behalf of each of their witnesses solely for the purpose of supplementing the Supplemental Reply and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Reply shall be subject to the page limitations set forth above.
- (g) <u>Mandatory Non-Binding Summary Mediation</u>. Except as set forth below, at least 15 business days prior to commencement of the Claims Objection Hearing, the Debtors and the Claimant shall submit to mandatory non-binding summary mediation (each, a

"Mediation") in an effort to consensually resolve the Contested Claim. The Mediation shall be governed by General Order M-143 except as follows. The following procedures shall apply to each Mediation, subject to modification pursuant to paragraph 9(k) below:

- (i) Each Mediation shall be assigned to one of the mediators listed by the Debtors on Exhibit D hereto (each, a "Mediator"). The Debtors and the Claimant shall agree upon the Mediator at the Meet and Confer; provided that, if the Debtors and the Claimant are unable to agree upon a Mediator, the parties shall promptly report such inability to agree to the Court.
- (ii) The Mediator shall not have the authority to require either the Debtors or the Claimant to provide any additional briefing with respect to the Mediation.
- (iii) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000) and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, the Mediation shall be held at a neutral location in Troy, Michigan.
- (iv) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, the Mediation shall be held at a neutral location reasonably acceptable to the Debtors and the Claimant; provided that, if the Debtors and the Claimant are unable to agree upon a neutral location at the Meet and Confer, the parties shall promptly report such inability to agree to the Court.
- (v) If (A) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000 or (B) the Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, participation in Mediation shall be voluntary and any Mediation may be held telephonically at either the Debtors' or the Claimant's request.
- (vi) A person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of each of the Debtors and the Claimant shall attend an in-person Mediation or participate in a telephonic Mediation, if any; <u>provided</u>, <u>however</u>, that the Debtors' counsel will not be precluded from attending and participating in a Mediation in the event that the claimant elects not to have its counsel attend or participate in a Mediation.
- (vii) Absent consent of each of the Claimant and the Debtors, the length of the Mediation shall be limited to one day.

- (viii) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Mediation in good faith.
- (ix) The Debtors and the Claimant shall each bear its own costs in participating in the Mediation. The Debtors are hereby authorized to pay the Mediator's fees.
- (h) <u>Claims Objection Hearing Discovery</u>. If a Claims Objection Hearing is scheduled for a particular Contested Claim, the Debtors and the Claimant shall be bound by the following discovery procedures, which shall otherwise be governed by the Bankruptcy Rules, subject to modification pursuant to paragraph 9(k) below:
- (i) No later than five business days after service of the Supplemental Response, the Debtors may request:
- (A) That the Claimant produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Claimant respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Claimant respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (ii) No later than five business days after service of the Supplemental Reply, the Claimant may request:
- (A) That the Debtors produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Debtors respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Debtors respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (iii) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Debtors may, at their election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Claimant's Supplemental Response. Each deposition shall not exceed three hours.

- (iv) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Claimant may, at its election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Debtors' Supplemental Reply. Each deposition shall not exceed three hours.
- (v) Except as provided in paragraph 9(g)(vi) above, nothing in this Order alters any obligation of opposing counsel with regard to communications with non-counsel opponents or any applicable law regarding corporations or other business entities to be represented by counsel.
- (i) Conduct Of The Claims Objection Hearing. The Debtors and the Claimant shall each be permitted, subject to modification pursuant to paragraph 9(k) below, no more than one hour to present their respective cases, inclusive of time cross-examining their opponent's witnesses and making argument to the Court. The parties shall coordinate with each other in advance of the hearing with respect to, joint exhibit binders, stipulated admission of evidence, anticipated disputes regarding the admission of particular evidence and any designated deposition testimony.
- Estimation Based Upon Claimant's Asserted Estimated Amount. To the (i) extent that a Contested Claim would be subject to estimation pursuant to section 502(c) of the Bankruptcy Code and the Debtors have sought authority to estimate such Contested Claim pursuant to an omnibus claims objection and/or a motion to estimate claims, if the Claimant has filed a Response in accordance with the procedures outlined above which (i) acknowledges that the Contested Claim is contingent or fully or partially unliquidated and (ii) provides the amount that the Claimant believes would be the allowable amount of such Contested Claim upon liquidation of the Contested Claim or occurrence of the contingency, as appropriate (the "Claimant's Asserted Estimated Amount"), the Debtors are hereby authorized, in their sole discretion, to elect to provisionally accept the Claimant's Asserted Estimated Amount as the estimated amount of such Contested Claim pursuant to section 502(c) of the Bankruptcy Code for all purposes other than allowance, but including voting and establishing reserves for purposes of distribution, subject to further objection and reduction as appropriate and section 502(j) of the Bankruptcy Code. The Debtors' election shall be made by serving the Claimant with a Notice Of Election To Accept Claimant's Asserted Estimated Amount in the form attached hereto as Exhibit E. The Contested Claim will otherwise remain subject in all respects to the procedures outlined herein.
- (k) <u>Ability To Modify Procedures By Agreement Or Order Of Court.</u> At the Meet and Confer, the parties shall discuss discovery parameters, briefing, evidence to be presented, the timing outlined herein, and any modifications thereto that are necessary due to the facts and circumstances of the relevant Contested Claim. Should the parties be unable to agree on reasonable modifications to these Claim Hearing Procedures, if any, either party may request that the Court promptly schedule a teleconference to consider such proposed modifications. No discovery, testimony, or motion practice other than that described herein, as modified, shall be permitted, unless otherwise agreed by the parties or ordered by the Court.

- 10. The procedures approved herein shall not apply to claims filed by Banc of America Securities LLC (as to proof of claim number 10758), Barclays Capital Inc. (as to proof of claim number 11658), Bear, Stearns & Co. Inc. (as to proof of claim number 10732), Cadence Innovation LLC, Citigroup Global Markets, Inc. (as to proof of claim number 10731), Credit Suisse Securities (USA) LLC (as to proof of claim number 10763), Merrill Lynch, Peirce, Fenner & Smith Inc. (as to proof of claim number 10761), Morgan Stanley & Co. Inc. (as to proof of claim number 10762), the Pension Benefit Guaranty Corporation, Robert Bosch GmbH, the State of California Environmental Protection Agency, the State of Michigan Environmental Protection Agency, the State of Ohio Environmental Protection Agency, Technology Properties, Ltd., UBS Securities LLC (as to proof of claim number 10759), the United States Environmental Protection Agency, and Wachovia Capital Markets, LLC (as to proof of claim number 10760) (collectively, the "Excluded Parties") for any purpose, including, but not limited to, any objections to such claims or other litigation in respect of such claims; provided, however, that nothing contained herein shall preclude any of the Excluded Parties or the Debtors, after notice and an opportunity to be heard, from seeking to establish appropriate alternative claims resolution procedures.
- 11. With respect to the claim of Gary Whitney ("Mr. Whitney") (claim number 10157) and NuTech Plastics Engineering, Inc. ("NuTech") (claim number 1279 against Delphi Automotive Systems LLC), nothing in this Order shall limit Mr. Whitney's or NuTech's ability to request relief from the automatic stay provisions under section 362 of the Bankruptcy Code subject to the Debtors' right to object to such request.
- 12. The Debtors shall not serve a Notice of Hearing on Orix Warren, LLC("Orix Warren") with respect to proof of claim number 10202 until the earliest of the following

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to occur: (a) the Debtors assume the lease between Delphi Automotive Systems LLC and Orix

Warren with respect to property located at 4551 Research Parkway in Warren, Ohio (the "Orix

Lease"), (b) the Debtors reject the Orix Lease, or (c) the Orix Lease terminates or is terminated

pursuant to its terms.

13. Nothing in this Order shall preclude any right to seek estimation of a claim

under section 502(c) of the Bankruptcy Code, any right to seek relief from the automatic stay

under section 362 of the Bankruptcy Code to liquidate a claim in a different forum, any right to

seek protection of information under section 107(b) of the Bankruptcy Code or any right not

specifically addressed in this Order.

14. This Court shall retain jurisdiction to hear and determine all matters

arising from the implementation of this order.

15. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for

the United States Bankruptcy Court for the Southern District of New York for the service and

filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York December 6, 2006

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

15

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- x

In re : Chapter 11

DELPHI CORPORATION, <u>et al.</u>, : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

----- x

NOTICE OF ENTRY OF ORDER WITH RESPECT TO [_____] OMNIBUS CLAIMS OBJECTION

Court for the Southern District of New York entered a [title of order] (the "Order").

PLEASE TAKE FURTHER NOTICE THAT a copy of the Order, excluding exhibits, is attached hereto.

PLEASE TAKE FURTHER NOTICE that the proof of claim listed below, which you filed against Delphi Corporation and/or other of its subsidiaries and affiliates that are debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), was the subject of the Order and was listed on Exhibit __ to the Order and was accordingly disallowed and expunged, unless otherwise provided below in the column entitled "Treatment Of Claim."

Date Filed	Claim Number	Asserted Claim Amount ¹	Basis For Objection	Treatment Of Claim	Surviving Claim Number (if any)

¹ Asserted Claim Amounts listed as \$0.00 generally reflect that the claim amount asserted is unliquidated.

PLEASE TAKE FURTHER NOTICE that you may view the complete exhibits to the Order by requesting a copy from the claims and noticing agent in the above-captioned chapter 11 cases, Kurtzman Carson Consultants LLC, at 1-888-259-2691 or by accessing the Debtors' Legal Information Website at www.delphidocket.com.

Dated: New York, New York _______, 200_

BY ORDER OF THE COURT

John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Thomas J. Matz (TM 5986)

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

---- x

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

----- x

NOTICE OF HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

PLEASE TAKE NOTICE that on ________, 200_, Delphi Corporation and certain

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

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(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a sufficiency hearing (the "Sufficiency Hearing") to address the legal sufficiency of the Proof of Claim and whether the Proof of Claim states a colorable claim against the asserted Debtor is hereby scheduled for ______, 200_, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Sufficiency Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York
		, 2	200_	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:______ Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

---- x

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF CLAIMS OBJECTION HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

PLEASE TAKE NOTICE that on _______, 200_, Delphi Corporation and certain

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

05-44481-rdd Doc 19322 Filed 01/14/10 Entered 01/14/10 20:17:27 Main Document Pg 64 of 144

(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the Proof of Claim is hereby scheduled for _______, 200__, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:____ Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

EXHIBIT D

LIST OF MEDIATORS

Lawrence Abramcyzk

Marc Abrams

Ronald Barliant

Michael Baum

Morton Collins

Susan Cook

Samuel Damren

Eugene Driker

Jonathan Flaxer

Rozanne Giunta

Erwin Katz

Edward Moran

Alan Nisselson

Thomas Plunkett

Marty Reisig

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- x

In re : Chapter 11

DELPHI CORPORATION, <u>et al.</u>, : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

----- x

NOTICE OF DEBTORS' ELECTION TO ACCEPT CLAIMANT'S ASSERTED ESTIMATED AMOUNT FOR PROOF OF CLAIM NUMBER [_____]

PLEASE TAKE NOTICE that on _______, 200_, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

(collectively, the "	Debtors"), objected to proof of claim number (the "Proof of Claim")
filed by	(the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims
Objection] (the "O	bjection").

PLEASE TAKE FURTHER NOTICE that on _______, 200_, the Claimant filed its response to the objection, wherein Claimant (i) acknowledged that the Proof of Claim asserts claims that are contingent or fully or partially unliquidated and (ii) stated that the Claimant believes that the allowable amount of the Proof of Claim upon liquidation of the Contested Claim or occurrence of the contingency, as appropriate, is \$_____ (the "Claimant's Asserted Estimated Amount").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), the Debtors hereby provide notice that the Debtors elect to accept the Claimant's Asserted Estimated Amount as the estimated amount of the Proof of Claim pursuant to section 502(c) of the Bankruptcy Code as set forth in the Objection. A copy of the Order is attached hereto.

PLEASE TAKE FURTHER NOTICE that any hearing scheduled pursuant to the Order is hereby cancelled.

PLEASE TAKE FURTHER NOTICE that the Debtors' election to accept the Claimant's Asserted Estimated Amount is without prejudice to the Debtors' right to object to any other claims in these chapter 11 cases, or to further object to the Proof of Claim, on any grounds whatsoever.

Dated:	New	York,	New	York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:________Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

EXHIBIT E

Hearing Date And Time: March 18, 2010 at 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 155 North Wacker Drive Chicago, Illinois 60606 John Wm. Butler, Jr. John K. Lyons Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors

DPH Holdings Corp. Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

DPH Holdings Corp. Legal Information Website:

http://www.dphholdingsdocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11

DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)

(Jointly Administered)

. (Johnly Administered

Reorganized Debtors. :

NOTICE OF HEARING WITH RESPECT TO REORGANIZED DEBTORS'

OBJECTION TO ADMINISTRATIVE EXPENSE CLAIM NO. 17863

(ROBERT E. DETTINGER)

PLEASE TAKE NOTICE that on October 15, 2009, DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors") successors to Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to administrative expense claim number 17863 (the "Proof of Administrative Expense"), filed by Robert E. Dettinger (the "Claimant"), pursuant to the Reorganized Debtors' Thirty-Seventh Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books And Records Claims, (IV) Untimely Claims, (V) Paid Severance Claims, (VI) Pension, Benefit And OPEB Claims, And (VII) Duplicate Claims (Docket No. 18984) (the "Thirty-Seventh Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that on November 2, 2009, the Claimant filed a response to the Thirty-Seventh Omnibus Claims Objection in the Letter By Robert E.

Dettinger re: Objection To The Thirty-Seventh Omnibus Claims Objection Regarding

Administrative Claim No. 17863 (Docket No. 19032).

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089) (the "Claims Objection Procedures Order"), the Order Pursuant to 11 U.S.C. §§ 105(a) and 503(b) Authorizing Debtors to Apply Claims Objection Procedures to Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative Claims Procedures Order"), and the Ninth Supplemental Order Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P.

2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims (Docket No. 19176), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the Proofs of Claim is hereby scheduled for March 18, 2010, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Claims Objection Procedures Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Claims Objection Procedures Order carefully – failure to comply with the procedures provided in the Claims Objection Procedures Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Administrative Expense. Copies of the Claims Objection Procedures Order and the Administrative Claims Procedures Order are attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Reorganized Debtors may further adjourn the Claims Objection Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated: New York, New York January 12, 2010

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
155 North Wacker Drive
Chicago, Illinois 60606

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti

Four Times Square New York, New York 10036

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

:

Debtors. : (Jointly Administered)

. -----Y

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 2002(m), 3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES FOR HEARINGS REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES AND PROCEDURES GOVERNING OBJECTIONS TO CLAIMS

("CLAIM OBJECTION PROCEDURES ORDER")

Upon the Motion For Order Pursuant To 11 U.S.C. §§ 502(b) And 502(c) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Disallowance Or Estimation Of Claims And (ii) Certain Notices And Procedures Governing Hearings Regarding Disallowance Or Estimation Of Claims, dated October 31, 2006 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the objections to the Motion and the record of the hearing held on the Motion; and after due deliberation thereon; and good and sufficient cause appearing therefor,



IT IS HEREBY FOUND AND DETERMINED THAT:¹

- A. Proper, timely, adequate, and sufficient notice of the Motion has been provided, such notice was good, sufficient and appropriate under the particular circumstances, and no other or further notice of the Motion is or shall be required.
- B. The Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.
- C. The relief requested in the Motion and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. This Court shall conduct special periodic hearings on contested claims matters in these cases (the "Claims Hearing Dates"), to be held in Courtroom 610, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 unless the Debtors and the parties whose claims are affected are otherwise notified by the Court. The following dates and times have been scheduled as Claims Hearing Dates in these chapter 11 cases:

December 13, 2006 at 10:00 a.m. (prevailing Eastern time)

January 12, 2007 at 10:00 a.m. (prevailing Eastern time)

February 14, 2007 at 10:00 a.m. (prevailing Eastern time)

March 1, 2007 at 10:00 a.m. (prevailing Eastern time)

Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

March 21, 2007 at 10:00 a.m. (prevailing Eastern time) April 5, 2007 at 10:00 a.m. (prevailing Eastern time) April 27, 2007 at 10:00 a.m. (prevailing Eastern time) May 10, 2007 at 10:00 a.m. (prevailing Eastern time) May 24, 2007 at 10:00 a.m. (prevailing Eastern time) June 1, 2007 at 10:00 a.m. (prevailing Eastern time) June 14, 2007 at 10:00 a.m. (prevailing Eastern time) June 22, 2007 at 10:00 a.m. (prevailing Eastern time) July 12, 2007 at 10:00 a.m. (prevailing Eastern time) July 20, 2007 at 10:00 a.m. (prevailing Eastern time) August 2, 2007 at 10:00 a.m. (prevailing Eastern time) August 17, 2007 at 10:00 a.m. (prevailing Eastern time) August 30, 2007 at 10:00 a.m. (prevailing Eastern time) September 28, 2007 at 10:00 a.m. (prevailing Eastern time) October 11, 2007 at 10:00 a.m. (prevailing Eastern time) October 26, 2007 at 10:00 a.m. (prevailing Eastern time) November 8, 2007 at 10:00 a.m. (prevailing Eastern time) November 30, 2007 at 10:00 a.m. (prevailing Eastern time) December 6, 2007 at 10:00 a.m. (prevailing Eastern time)

2. Any response to a claims objection or an omnibus claims objection (a "Response") must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006,

9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered on October 26, 2006 (the "Amended Eighth Supplemental Case Management Order") (Docket No. 5418), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel) and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr., John K. Lyons, and Randall G. Reese), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the seventh calendar day prior to the Omnibus Hearing for which the relevant claims objection or omnibus claims objection is scheduled.

- 3. Every Response must contain at a minimum the following:
 - (a) the title of the claims objection to which the Response is directed;
- (b) the name of the claimant (each holder of a proof of claim, a "Claimant") and a brief description of the basis for the amount of the claim;
- (c) a concise statement setting forth the reasons why the claim should not be disallowed, expunged, reduced, or reclassified, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the claims objection;
- (d) unless already set forth in the proof of claim previously filed with the Court, documentation sufficient to establish a prima facie right to payment; <u>provided</u>, <u>however</u>, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Response; <u>provided further</u>, <u>however</u>, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be

confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Claim, subject to appropriate confidentiality constraints;

- (e) to the extent that the claim is contingent or fully or partially unliquidated, the amount that the Claimant believes would be the allowable amount of such claim upon liquidation of the claim or occurrence of the contingency, as appropriate; and
- (f) the address(es) to which the Debtors must return any reply to the Response, if different from the address(es) presented in the claim.
- 4. Only those Responses made in writing and timely filed and received will be considered by the Court. If a Claimant whose proof of claim is subject to a claims objection and who is served with the relevant claims objection fails to file and serve a timely Response in compliance with the foregoing procedures, the Debtors may present to the Court an appropriate order seeking relief with respect to such claim consistent with the relief sought in the relevant claims objection without further notice to the claimant, provided that, upon entry of such an order, the claimant shall receive notice of the entry of such order as provided below; provided, however, that if the claimant files a timely Response, which does not include the required minimum information provided in paragraph 3 above, the Debtors shall seek disallowance and expungement of the relevant claim or claims only in accordance with the Claims Hearing Procedures provided in paragraph 9 below.
- 5. To the extent that a Response is filed with respect to any claim listed in a claims objection (each, a "Contested Claim"), each such Claim and the objection to such Claim asserted in the claims objection shall be deemed to constitute a separate contested matter as contemplated by Bankruptcy Rule 9014.
- 6. The Debtors are hereby authorized and directed to serve each Claimant whose proof of claim is listed in any omnibus claims objection with (a) a personalized Notice Of Objection To Claim which specifically identifies the Claimant's proof of claim that is subject to objection and the basis for such objection and (b) a complete copy of the relevant omnibus

claims objection without exhibits. Service of omnibus claims objections in such manner shall constitute good and sufficient notice and no other or further notice to claimants of an omnibus claims objection shall be required.

- authorized and directed to serve all orders entered with respect to any omnibus claims objections, including exhibits, upon only the master service list and the 2002 list. The Claims Agent is hereby further authorized and directed to serve all claimants whose proofs of claim are the subject of an order entered with respect to an omnibus claims objection with a copy of such order, without exhibits, and a personalized Notice Of Entry Of Order in the form attached hereto as Exhibit A specifically identifying such Claimant's proof of claim that is subject to the order, the Court's treatment of such proof of claim, and the basis for such treatment, and advising the Claimant of its ability to view the order with exhibits free of charge on the Debtors' Legal Information Website. Without limiting the foregoing, the Court hereby directs the Claims Agent to serve the First Omnibus Claims Order in the manner provided hereby.
- 8. Any order entered by the Court with respect to an objection asserted in an omnibus claims objection shall be deemed a separate order with respect to each claim covered by such order.
- 9. The following procedures shall apply with respect to the determination of Contested Claims (the "Claims Hearing Procedures"):

(a) Adjournment Of Claims Hearing.

(i) All Contested Claims for which a timely Response is filed shall be automatically adjourned to a future hearing, the date of which shall be determined by the Debtors, in their sole discretion, by serving the Claimant with notice as provided herein. The Debtors may send such notice to each Claimant when they deem it appropriate to do so, subject to the requirements of the Bankruptcy Code, the Bankruptcy Rules, and any further order of this Court.

The Debtors shall schedule the further hearing upon each Contested Claim to a Claims Hearing of the Debtors' election:

- (A) for a non-evidentiary hearing to address the legal sufficiency of the particular proof of claim and whether the proof of claim states a claim against the asserted Debtor under Bankruptcy Rule 7012 (a "Sufficiency Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit B (a "Notice Of Sufficiency Hearing") and a copy of this Order at least 20 business days prior to the date of such Sufficiency Hearing, or
- (B) for an evidentiary hearing on the merits of such Contested Claim (a "Claims Objection Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit C (a "Notice Of Claims Objection Hearing" and, collectively with the Notice of Sufficiency Hearing, the "Notices of Hearing") and a copy of this Order at least 65 calendar days prior to the date of such Claims Objection Hearing.
- (ii) The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Court and the Claimant at least five business days prior to the date of the scheduled hearing; <u>provided</u>, <u>however</u>, that the hearing on any Contested Claim shall not be adjourned for more than a total of 180 calendar days from date of service of the initial Notice of Hearing set forth in paragraph 9(a)(i)(A) and (B) above without consent of the Claimant with respect thereto, unless otherwise ordered by the Court.

(b) <u>Sufficiency Hearing Procedures</u>.

- (i) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Debtors wish to file a supplemental pleading, they shall file and serve their pleading no later than ten calendar days before the scheduled Sufficiency Hearing. The supplemental pleading shall not exceed fifteen single-sided, double-spaced pages.
- (ii) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Claimant wishes to file a supplemental response, the Claimant shall file and serve its response no later than two business days before the scheduled Sufficiency Hearing. The supplemental response shall not exceed fifteen single-sided, double-spaced pages.
- (iii) To the extent that this Court determines upon conclusion of the Sufficiency Hearing that a Contested Claim cannot be disallowed in whole or in part without further proceedings, the Debtors shall provide to the Claimant a Notice Of Claims Objection Hearing pursuant to the procedures set forth above.

(c) Mandatory Meet And Confer.

(i) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), (B) the Claimant (if an individual) or the Claimant's principal place of

business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, and (C) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold an in-person meet and confer (an "In-Person Meet and Confer") at a neutral location in Troy, Michigan, or such other location as is reasonably acceptable to the Debtors, within ten business days of service of the Notice Of Claims Objection Hearing.

- (ii) If (A) (1) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000, (2) a Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, or (3) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, and (B) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold a telephonic meet and confer (a "Telephonic Meet and Confer" and, collectively with In-Person Meet and Confers, the "Meet and Confers") within ten business days of service of the Notice Of Claims Objection Hearing.
- (iii) The following representatives of each of the Debtors and the Claimant shall attend the Meet and Confer: (A) counsel for each of the parties, except for a Claimant proceeding <u>pro se</u>, who shall be prepared to discuss the matter described in paragraph 9 (k) below, and (B) a person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of the Debtors and the Claimant, respectively; <u>provided</u>, <u>however</u>, that counsel for each of the parties may participate in the Meet and Confer telephonically.
- (iv) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Meet and Confer in good faith.
- (d) <u>Debtors' Statement Of Disputed Issues</u>. Within five business days after service of the Notice Of Claims Objection Hearing, the Debtors shall file and serve a written statement of disputed issues (the "Statement Of Disputed Issues") upon the Claimant. The Statement Of Disputed Issues shall contain a concise statement summarily setting forth the primary reasons why the claim should be disallowed, expunged, reduced, or reclassified as set forth in the claims objection, including, but not limited to, the material factual and legal bases upon which the Debtors will rely in prosecuting the claims objection, without prejudice to the Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Contested Claim. The Statement of Disputed Issues shall also include documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim, without prejudice to the Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim; <u>provided</u>, <u>however</u>, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Statement of Disputed Issues; <u>provided further</u>, <u>however</u>, that the Debtors shall disclose to the Claimant all information and

provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected, subject to appropriate confidentiality constraints.

- (e) <u>Claimant's Supplemental Response</u>. The following procedures apply to the Claimant's written supplemental response (the "Supplemental Response"), subject to modification pursuant to paragraph 9(k), filed in connection with a Claims Objection Hearing for a Contested Claim:
- (i) The Claimant may file and serve its Supplemental Response (with a copy to chambers) no later than 30 business days prior to commencement of the Claims Objection Hearing. The Supplemental Response shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Claimant relies on exhibits, the Claimant shall include such exhibits in its Supplemental Response (other than those previously included with either its Proof of Claim or its Response); provided, however, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Response; provided further, however, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Contested Claim, subject to appropriate confidentiality constraints. The Claimant shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Response, as appropriate.
- (iii) The Supplemental Response may include affidavits or declarations from no more than two witnesses setting forth the basis of the Contested Claim and evidence supporting the Contested Claim; provided, however, that if the Claimant intends to call a person not under such Claimant's control at the hearing, the Claimant shall, in lieu of an affidavit or declaration of such person, identify such person, the Claimant's basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, such affiant or declarant's affidavit or declaration shall be stricken. The Claimant shall not be permitted to elicit any direct testimony at the Claims Objection Hearing; instead, the affidavit or declaration submitted with the Supplemental Response, or such witnesses' deposition transcript if the witnesses were not under the Claimant's control, shall serve as the witnesses' direct testimony and the Debtors may cross examine the witnesses at the Claims Objection Hearing, or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Claimant.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Claimant timely filed a Supplemental Response, the Claimant may file and serve (with a copy to chambers) an amended Supplemental Response and a supplemental affidavit or declaration on behalf of each of its witnesses solely for the purpose of supplementing the Supplemental Response and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Response shall be subject to the page limitations set forth above.

- (f) <u>Debtors' Supplemental Reply</u>. The following procedures shall apply to the Debtors' written supplemental reply, if any (the "Supplemental Reply"), subject to modification pursuant to paragraph 9(k) below, filed in connection with a Claims Objection Hearing with respect to a Contested Claim:
- (i) The Debtors may file and serve (with a copy to chambers) a Supplemental Reply no later than 20 business days prior to commencement of the Claims Objection Hearing. The Supplemental Reply shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Debtors rely on exhibits, the Debtors shall include such exhibits in their Supplemental Reply (other than those previously included with either their objection or reply); provided, however, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Reply; provided further, however, that the Debtors shall disclose to the Claimant all information and provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected and upon which the Debtors intend to rely in support of their objection, subject to appropriate confidentiality constraints. The Debtors shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Reply.
- (iii) The Supplemental Reply may include affidavits or declarations from no more than two witnesses setting forth the Debtors' basis for objecting to the Contested Claim and evidence in support of such objection to the Contested Claim; provided, however, that if the Debtors intend to call a person not under the Debtors' control at the hearing, the Debtors shall, in lieu of an affidavit or declaration of such person, identify such person, the Debtors' basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, as appropriate, such affiant or declarant's affidavit or declaration shall be stricken. The Debtors shall not be permitted to elicit any direct testimony at the Claims Objection Hearing, instead, the affidavit or declaration submitted with the Supplemental Reply, or such witnesses' deposition transcript if the witnesses were not under the Debtors' control, shall serve as the witnesses' direct testimony and the Claimant may cross examine the witnesses at the Claims Objection Hearing or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Debtors.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Debtors timely filed a Supplemental Reply, the Debtors may file and serve (with a copy to chambers) an amended Supplemental Reply and a supplemental affidavit or declaration on behalf of each of their witnesses solely for the purpose of supplementing the Supplemental Reply and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Reply shall be subject to the page limitations set forth above.
- (g) <u>Mandatory Non-Binding Summary Mediation</u>. Except as set forth below, at least 15 business days prior to commencement of the Claims Objection Hearing, the Debtors and the Claimant shall submit to mandatory non-binding summary mediation (each, a

"Mediation") in an effort to consensually resolve the Contested Claim. The Mediation shall be governed by General Order M-143 except as follows. The following procedures shall apply to each Mediation, subject to modification pursuant to paragraph 9(k) below:

- (i) Each Mediation shall be assigned to one of the mediators listed by the Debtors on Exhibit D hereto (each, a "Mediator"). The Debtors and the Claimant shall agree upon the Mediator at the Meet and Confer; provided that, if the Debtors and the Claimant are unable to agree upon a Mediator, the parties shall promptly report such inability to agree to the Court.
- (ii) The Mediator shall not have the authority to require either the Debtors or the Claimant to provide any additional briefing with respect to the Mediation.
- (iii) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000) and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, the Mediation shall be held at a neutral location in Troy, Michigan.
- (iv) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, the Mediation shall be held at a neutral location reasonably acceptable to the Debtors and the Claimant; provided that, if the Debtors and the Claimant are unable to agree upon a neutral location at the Meet and Confer, the parties shall promptly report such inability to agree to the Court.
- (v) If (A) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000 or (B) the Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, participation in Mediation shall be voluntary and any Mediation may be held telephonically at either the Debtors' or the Claimant's request.
- (vi) A person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of each of the Debtors and the Claimant shall attend an in-person Mediation or participate in a telephonic Mediation, if any; <u>provided</u>, <u>however</u>, that the Debtors' counsel will not be precluded from attending and participating in a Mediation in the event that the claimant elects not to have its counsel attend or participate in a Mediation.
- (vii) Absent consent of each of the Claimant and the Debtors, the length of the Mediation shall be limited to one day.

- (viii) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Mediation in good faith.
- (ix) The Debtors and the Claimant shall each bear its own costs in participating in the Mediation. The Debtors are hereby authorized to pay the Mediator's fees.
- (h) <u>Claims Objection Hearing Discovery</u>. If a Claims Objection Hearing is scheduled for a particular Contested Claim, the Debtors and the Claimant shall be bound by the following discovery procedures, which shall otherwise be governed by the Bankruptcy Rules, subject to modification pursuant to paragraph 9(k) below:
- (i) No later than five business days after service of the Supplemental Response, the Debtors may request:
- (A) That the Claimant produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Claimant respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Claimant respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (ii) No later than five business days after service of the Supplemental Reply, the Claimant may request:
- (A) That the Debtors produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Debtors respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Debtors respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (iii) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Debtors may, at their election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Claimant's Supplemental Response. Each deposition shall not exceed three hours.

- (iv) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Claimant may, at its election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Debtors' Supplemental Reply. Each deposition shall not exceed three hours.
- (v) Except as provided in paragraph 9(g)(vi) above, nothing in this Order alters any obligation of opposing counsel with regard to communications with non-counsel opponents or any applicable law regarding corporations or other business entities to be represented by counsel.
- (i) Conduct Of The Claims Objection Hearing. The Debtors and the Claimant shall each be permitted, subject to modification pursuant to paragraph 9(k) below, no more than one hour to present their respective cases, inclusive of time cross-examining their opponent's witnesses and making argument to the Court. The parties shall coordinate with each other in advance of the hearing with respect to, joint exhibit binders, stipulated admission of evidence, anticipated disputes regarding the admission of particular evidence and any designated deposition testimony.
- Estimation Based Upon Claimant's Asserted Estimated Amount. To the (i) extent that a Contested Claim would be subject to estimation pursuant to section 502(c) of the Bankruptcy Code and the Debtors have sought authority to estimate such Contested Claim pursuant to an omnibus claims objection and/or a motion to estimate claims, if the Claimant has filed a Response in accordance with the procedures outlined above which (i) acknowledges that the Contested Claim is contingent or fully or partially unliquidated and (ii) provides the amount that the Claimant believes would be the allowable amount of such Contested Claim upon liquidation of the Contested Claim or occurrence of the contingency, as appropriate (the "Claimant's Asserted Estimated Amount"), the Debtors are hereby authorized, in their sole discretion, to elect to provisionally accept the Claimant's Asserted Estimated Amount as the estimated amount of such Contested Claim pursuant to section 502(c) of the Bankruptcy Code for all purposes other than allowance, but including voting and establishing reserves for purposes of distribution, subject to further objection and reduction as appropriate and section 502(j) of the Bankruptcy Code. The Debtors' election shall be made by serving the Claimant with a Notice Of Election To Accept Claimant's Asserted Estimated Amount in the form attached hereto as Exhibit E. The Contested Claim will otherwise remain subject in all respects to the procedures outlined herein.
- (k) <u>Ability To Modify Procedures By Agreement Or Order Of Court</u>. At the Meet and Confer, the parties shall discuss discovery parameters, briefing, evidence to be presented, the timing outlined herein, and any modifications thereto that are necessary due to the facts and circumstances of the relevant Contested Claim. Should the parties be unable to agree on reasonable modifications to these Claim Hearing Procedures, if any, either party may request that the Court promptly schedule a teleconference to consider such proposed modifications. No discovery, testimony, or motion practice other than that described herein, as modified, shall be permitted, unless otherwise agreed by the parties or ordered by the Court.

- 10. The procedures approved herein shall not apply to claims filed by Banc of America Securities LLC (as to proof of claim number 10758), Barclays Capital Inc. (as to proof of claim number 11658), Bear, Stearns & Co. Inc. (as to proof of claim number 10732), Cadence Innovation LLC, Citigroup Global Markets, Inc. (as to proof of claim number 10731), Credit Suisse Securities (USA) LLC (as to proof of claim number 10763), Merrill Lynch, Peirce, Fenner & Smith Inc. (as to proof of claim number 10761), Morgan Stanley & Co. Inc. (as to proof of claim number 10762), the Pension Benefit Guaranty Corporation, Robert Bosch GmbH, the State of California Environmental Protection Agency, the State of Michigan Environmental Protection Agency, the State of Ohio Environmental Protection Agency, Technology Properties, Ltd., UBS Securities LLC (as to proof of claim number 10759), the United States Environmental Protection Agency, and Wachovia Capital Markets, LLC (as to proof of claim number 10760) (collectively, the "Excluded Parties") for any purpose, including, but not limited to, any objections to such claims or other litigation in respect of such claims; provided, however, that nothing contained herein shall preclude any of the Excluded Parties or the Debtors, after notice and an opportunity to be heard, from seeking to establish appropriate alternative claims resolution procedures.
- 11. With respect to the claim of Gary Whitney ("Mr. Whitney") (claim number 10157) and NuTech Plastics Engineering, Inc. ("NuTech") (claim number 1279 against Delphi Automotive Systems LLC), nothing in this Order shall limit Mr. Whitney's or NuTech's ability to request relief from the automatic stay provisions under section 362 of the Bankruptcy Code subject to the Debtors' right to object to such request.
- 12. The Debtors shall not serve a Notice of Hearing on Orix Warren, LLC("Orix Warren") with respect to proof of claim number 10202 until the earliest of the following

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to occur: (a) the Debtors assume the lease between Delphi Automotive Systems LLC and Orix

Warren with respect to property located at 4551 Research Parkway in Warren, Ohio (the "Orix

Lease"), (b) the Debtors reject the Orix Lease, or (c) the Orix Lease terminates or is terminated

pursuant to its terms.

13. Nothing in this Order shall preclude any right to seek estimation of a claim

under section 502(c) of the Bankruptcy Code, any right to seek relief from the automatic stay

under section 362 of the Bankruptcy Code to liquidate a claim in a different forum, any right to

seek protection of information under section 107(b) of the Bankruptcy Code or any right not

specifically addressed in this Order.

14. This Court shall retain jurisdiction to hear and determine all matters

arising from the implementation of this order.

15. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for

the United States Bankruptcy Court for the Southern District of New York for the service and

filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York

December 6, 2006

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

15

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000

Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, <u>et al.</u>, : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

----- x

NOTICE OF ENTRY OF ORDER WITH RESPECT TO [_____] OMNIBUS CLAIMS OBJECTION

PLEASE TAKE NOTICE that on _______, 200_, the United States Bankruptcy

Court for the Southern District of New York entered a [title of order] (the "Order").

PLEASE TAKE FURTHER NOTICE THAT a copy of the Order, excluding exhibits, is attached hereto.

PLEASE TAKE FURTHER NOTICE that the proof of claim listed below, which you filed against Delphi Corporation and/or other of its subsidiaries and affiliates that are debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), was the subject of the Order and was listed on Exhibit __ to the Order and was accordingly disallowed and expunged, unless otherwise provided below in the column entitled "Treatment Of Claim."

Date Filed	Claim Number	Asserted Claim Amount ¹	Basis For Objection	Treatment Of Claim	Surviving Claim Number (if any)

¹ Asserted Claim Amounts listed as \$0.00 generally reflect that the claim amount asserted is unliquidated.

PLEASE TAKE FURTHER NOTICE that you may view the complete exhibits to the Order by requesting a copy from the claims and noticing agent in the above-captioned chapter 11 cases, Kurtzman Carson Consultants LLC, at 1-888-259-2691 or by accessing the Debtors' Legal Information Website at www.delphidocket.com.

Dated: New York, New York _______, 200_

BY ORDER OF THE COURT

John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Toll Free: (800) 718-5305 International: (248) 813-2698

Thomas J. Matz (TM 5986)

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- x

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

PLEASE TAKE NOTICE that on ________, 200_, Delphi Corporation and certain

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

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(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a sufficiency hearing (the "Sufficiency Hearing") to address the legal sufficiency of the Proof of Claim and whether the Proof of Claim states a colorable claim against the asserted Debtor is hereby scheduled for ______, 200_, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Sufficiency Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:______ Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- x

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

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NOTICE OF CLAIMS OBJECTION HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

PLEASE TAKE NOTICE that on _______, 200_, Delphi Corporation and certain

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

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(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the Proof of Claim is hereby scheduled for _______, 200__, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:____ Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

EXHIBIT D

LIST OF MEDIATORS

Lawrence Abramcyzk

Marc Abrams

Ronald Barliant

Michael Baum

Morton Collins

Susan Cook

Samuel Damren

Eugene Driker

Jonathan Flaxer

Rozanne Giunta

Erwin Katz

Edward Moran

Alan Nisselson

Thomas Plunkett

Marty Reisig

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, <u>et al.</u>, Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- x

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

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NOTICE OF DEBTORS' ELECTION TO ACCEPT CLAIMANT'S ASSERTED ESTIMATED AMOUNT FOR PROOF OF CLAIM NUMBER [_____]

(collectively, the	'Debtors"), objected to proof of claim number (the "Proof of Claim")
filed by	(the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims
Objection] (the "C	Objection").

PLEASE TAKE FURTHER NOTICE that on _______, 200_, the Claimant filed its response to the objection, wherein Claimant (i) acknowledged that the Proof of Claim asserts claims that are contingent or fully or partially unliquidated and (ii) stated that the Claimant believes that the allowable amount of the Proof of Claim upon liquidation of the Contested Claim or occurrence of the contingency, as appropriate, is \$_____ (the "Claimant's Asserted Estimated Amount").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ___, 2006 (the "Order"), the Debtors hereby provide notice that the Debtors elect to accept the Claimant's Asserted Estimated Amount as the estimated amount of the Proof of Claim pursuant to section 502(c) of the Bankruptcy Code as set forth in the Objection. A copy of the Order is attached hereto.

PLEASE TAKE FURTHER NOTICE that any hearing scheduled pursuant to the Order is hereby cancelled.

PLEASE TAKE FURTHER NOTICE that the Debtors' election to accept the Claimant's Asserted Estimated Amount is without prejudice to the Debtors' right to object to any other claims in these chapter 11 cases, or to further object to the Proof of Claim, on any grounds whatsoever.

Dated:	New	York,	New	York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

By:________Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

:

Debtors. : (Jointly Administered)

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ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 503(b) AUTHORIZING DEBTORS TO APPLY CLAIMS OBJECTION PROCEDURES TO ADDRESS CONTESTED ADMINISTRATIVE EXPENSE CLAIMS

("ORDER AUTHORIZING USE OF ADMINISTRATIVE CLAIM OBJECTION PROCEDURES")

Upon the motion (the "Motion"), dated July 31, 2009, of Delphi Corporation (now known as DPH Holdings Corp.) and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Reorganized Debtors"), for entry of an order authorizing the Reorganized Debtors to apply the claims objection procedures set forth in the Order Pursuant To 11 U.S.C. §§ 502(b) And 502(c) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Disallowance Or Estimation Of Claims And (ii) Certain Notices And Procedures Governing Hearings Regarding Disallowance Or Estimation Of Claims on December 6, 2006 (the "Claim Objection Procedures Order") (Docket No. 6089) to contested administrative expense claims; and upon the record of the August 20, 2009 hearing held on the Motion; and counsel for the Reorganized Debtors having represented that GM Components¹ and DIP Holdco

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.



3 have agreed to the terms of this order; and after due deliberation thereon; and good and sufficient cause appearing therefor,

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

- 1. The Motion is GRANTED as provided herein.
- 2. The Reorganized Debtors are authorized and directed to apply the claims objection procedures set forth in the Claims Objection Procedures Order to any dispute with respect to Administrative Claims.
- All Administrative Claims shall be subject to the Claims Objection

 Procedures.
- 4. With respect to any Administrative Claim that is to be paid by and/or is the responsibility of either GM Components or DIP Holdco 3 pursuant to the DIP Lender-GM Master Disposition Agreement (the "MDA"), DPH Holdings Corp. will (a) provide to GM Components or DIP Holdco 3, as applicable, (i) written notice identifying the Administrative Claim and (ii) reasonably requested documentation relating to the Administrative Claim, and (b) work with GM Components or DIP Holdco 3, as applicable, to develop an appropriate strategy to liquidate or seek disallowance of the Administrative Claim.
- 5. DPH Holdings Corp. shall not enter into a settlement agreement or make a payment on account of any Administrative Claim for which either GM Components or DIP Holdco 3 is responsible without the express written consent of GM Components or DIP Holdco 3, as applicable. Additionally, to the extent GM Components or DIP Holdco 3 directs DPH Holdings Corp. to resolve an Administrative Claim (for which GM Components or DIP Holdco 3 is responsible) in a particular manner, including the settlement or litigation of such claim, DPH

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Holdings Corp. shall resolve the Administrative Claim in accordance with such direction at no

further cost, liability, or expense to DPH Holdings Corp.

If (a) GM Components or DIP Holdco 3, as applicable, requires DPH 6.

Holdings Corp. to liquidate or seek disallowance of an Administrative Claim or (b) after DPH

Holdings Corp. applies the Claims Objection Procedures to liquidate or seek disallowance of an

Administrative Claim and either GM Components or DIP Holdco 3 is subsequently determined

to be responsible for such Administrative Claim pursuant to the MDA, the reasonable costs

incurred by DPH Holdings Corp. of liquidating or seeking disallowance of such Administrative

Claim, only to the extent incurred after DPH Holdings Corp. has given notice in accordance with

paragraph 4(a), above, shall be reimbursed by whichever of GM Components or DIP Holdco 3 is

responsible for such Administrative Claim pursuant to the MDA. GM Components or DIP

Holdco 3, as applicable, may elect at any time to assume responsibility for liquidating or seeking

disallowance of any such Administrative Claim at its own expense.

7. This Court shall retain jurisdiction to hear and determine all matters

arising from the implementation of this order.

Dated: New York, New York

October 22, 2009

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

3

EXHIBIT F

Hearing Date And Time: March 18, 2010 at 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 155 North Wacker Drive Chicago, Illinois 60606 John Wm. Butler, Jr. John K. Lyons Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors

DPH Holdings Corp. Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

DPH Holdings Corp. Legal Information Website:

http://www.dphholdingsdocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11

DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)

(Jointly Administered)

Reorganized Debtors. : (Johnty Administere

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NOTICE OF HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. 5368

(ANTHONY N. GARDNER)

PLEASE TAKE NOTICE that on June 27, 2008, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and predecessors to DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"), objected to proof of claim number 5368 (the "Proof of Claim") filed by Anthony N. Gardner (the "Claimant"), pursuant to the Debtors' Thirtieth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed R. Bankr. P. 3007 To Certain (A) Amended Claims, (B) Equity Claim, (C) Untimely Insufficiently Documented Claim, (D) Books And Records Claims, (E) Untimely Claims, And (F) Claims Subject to Modification (Docket No. 13823).

PLEASE TAKE FURTHER NOTICE that on July 14, 2008, the Claimant filed Anthony N. Gardner's Response to Debtors' Thirtieth Omnibus Claims Objection (Docket No. 13949).

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089) (the "Claims Objection Procedures Order") and the Ninth Supplemental Order Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims (Docket No. 19176), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the

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Proofs of Claim is hereby scheduled for March 18, 2010, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Claims Objection Procedures Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Claims Objection Procedures Order carefully because failure to comply with the procedures provided in the Claims Objection Procedures Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Claims Objection Procedures Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Reorganized Debtors may further adjourn the Claims Objection Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated: New York, New York January 12, 2010

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
155 North Wacker Drive
Chicago, Illinois 60606

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti

Four Times Square New York, New York 10036

Attorneys for DPH Holdings Corp., <u>et al.</u>, Reorganized Debtors UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----X

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

:

Debtors. : (Jointly Administered)

:

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ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 2002(m), 3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES FOR HEARINGS REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES AND PROCEDURES GOVERNING OBJECTIONS TO CLAIMS

("CLAIM OBJECTION PROCEDURES ORDER")

Upon the Motion For Order Pursuant To 11 U.S.C. §§ 502(b) And 502(c) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Disallowance Or Estimation Of Claims And (ii) Certain Notices And Procedures Governing Hearings Regarding Disallowance Or Estimation Of Claims, dated October 31, 2006 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the objections to the Motion and the record of the hearing held on the Motion; and after due deliberation thereon; and good and sufficient cause appearing therefor,



IT IS HEREBY FOUND AND DETERMINED THAT:¹

- A. Proper, timely, adequate, and sufficient notice of the Motion has been provided, such notice was good, sufficient and appropriate under the particular circumstances, and no other or further notice of the Motion is or shall be required.
- B. The Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.
- C. The relief requested in the Motion and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. This Court shall conduct special periodic hearings on contested claims matters in these cases (the "Claims Hearing Dates"), to be held in Courtroom 610, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 unless the Debtors and the parties whose claims are affected are otherwise notified by the Court. The following dates and times have been scheduled as Claims Hearing Dates in these chapter 11 cases:

December 13, 2006 at 10:00 a.m. (prevailing Eastern time)

January 12, 2007 at 10:00 a.m. (prevailing Eastern time)

February 14, 2007 at 10:00 a.m. (prevailing Eastern time)

March 1, 2007 at 10:00 a.m. (prevailing Eastern time)

Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

March 21, 2007 at 10:00 a.m. (prevailing Eastern time) April 5, 2007 at 10:00 a.m. (prevailing Eastern time) April 27, 2007 at 10:00 a.m. (prevailing Eastern time) May 10, 2007 at 10:00 a.m. (prevailing Eastern time) May 24, 2007 at 10:00 a.m. (prevailing Eastern time) June 1, 2007 at 10:00 a.m. (prevailing Eastern time) June 14, 2007 at 10:00 a.m. (prevailing Eastern time) June 22, 2007 at 10:00 a.m. (prevailing Eastern time) July 12, 2007 at 10:00 a.m. (prevailing Eastern time) July 20, 2007 at 10:00 a.m. (prevailing Eastern time) August 2, 2007 at 10:00 a.m. (prevailing Eastern time) August 17, 2007 at 10:00 a.m. (prevailing Eastern time) August 30, 2007 at 10:00 a.m. (prevailing Eastern time) September 28, 2007 at 10:00 a.m. (prevailing Eastern time) October 11, 2007 at 10:00 a.m. (prevailing Eastern time) October 26, 2007 at 10:00 a.m. (prevailing Eastern time) November 8, 2007 at 10:00 a.m. (prevailing Eastern time) November 30, 2007 at 10:00 a.m. (prevailing Eastern time) December 6, 2007 at 10:00 a.m. (prevailing Eastern time)

2. Any response to a claims objection or an omnibus claims objection (a "Response") must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Amended Eighth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006,

9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered on October 26, 2006 (the "Amended Eighth Supplemental Case Management Order") (Docket No. 5418), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel) and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr., John K. Lyons, and Randall G. Reese), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the seventh calendar day prior to the Omnibus Hearing for which the relevant claims objection or omnibus claims objection is scheduled.

- 3. Every Response must contain at a minimum the following:
 - (a) the title of the claims objection to which the Response is directed;
- (b) the name of the claimant (each holder of a proof of claim, a "Claimant") and a brief description of the basis for the amount of the claim;
- (c) a concise statement setting forth the reasons why the claim should not be disallowed, expunged, reduced, or reclassified, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the claims objection;
- (d) unless already set forth in the proof of claim previously filed with the Court, documentation sufficient to establish a prima facie right to payment; <u>provided</u>, <u>however</u>, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Response; <u>provided further</u>, <u>however</u>, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be

confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Claim, subject to appropriate confidentiality constraints;

- (e) to the extent that the claim is contingent or fully or partially unliquidated, the amount that the Claimant believes would be the allowable amount of such claim upon liquidation of the claim or occurrence of the contingency, as appropriate; and
- (f) the address(es) to which the Debtors must return any reply to the Response, if different from the address(es) presented in the claim.
- 4. Only those Responses made in writing and timely filed and received will be considered by the Court. If a Claimant whose proof of claim is subject to a claims objection and who is served with the relevant claims objection fails to file and serve a timely Response in compliance with the foregoing procedures, the Debtors may present to the Court an appropriate order seeking relief with respect to such claim consistent with the relief sought in the relevant claims objection without further notice to the claimant, provided that, upon entry of such an order, the claimant shall receive notice of the entry of such order as provided below; provided, however, that if the claimant files a timely Response, which does not include the required minimum information provided in paragraph 3 above, the Debtors shall seek disallowance and expungement of the relevant claim or claims only in accordance with the Claims Hearing Procedures provided in paragraph 9 below.
- 5. To the extent that a Response is filed with respect to any claim listed in a claims objection (each, a "Contested Claim"), each such Claim and the objection to such Claim asserted in the claims objection shall be deemed to constitute a separate contested matter as contemplated by Bankruptcy Rule 9014.
- 6. The Debtors are hereby authorized and directed to serve each Claimant whose proof of claim is listed in any omnibus claims objection with (a) a personalized Notice Of Objection To Claim which specifically identifies the Claimant's proof of claim that is subject to objection and the basis for such objection and (b) a complete copy of the relevant omnibus

claims objection without exhibits. Service of omnibus claims objections in such manner shall constitute good and sufficient notice and no other or further notice to claimants of an omnibus claims objection shall be required.

- authorized and directed to serve all orders entered with respect to any omnibus claims objections, including exhibits, upon only the master service list and the 2002 list. The Claims Agent is hereby further authorized and directed to serve all claimants whose proofs of claim are the subject of an order entered with respect to an omnibus claims objection with a copy of such order, without exhibits, and a personalized Notice Of Entry Of Order in the form attached hereto as Exhibit A specifically identifying such Claimant's proof of claim that is subject to the order, the Court's treatment of such proof of claim, and the basis for such treatment, and advising the Claimant of its ability to view the order with exhibits free of charge on the Debtors' Legal Information Website. Without limiting the foregoing, the Court hereby directs the Claims Agent to serve the First Omnibus Claims Order in the manner provided hereby.
- 8. Any order entered by the Court with respect to an objection asserted in an omnibus claims objection shall be deemed a separate order with respect to each claim covered by such order.
- 9. The following procedures shall apply with respect to the determination of Contested Claims (the "Claims Hearing Procedures"):

(a) Adjournment Of Claims Hearing.

(i) All Contested Claims for which a timely Response is filed shall be automatically adjourned to a future hearing, the date of which shall be determined by the Debtors, in their sole discretion, by serving the Claimant with notice as provided herein. The Debtors may send such notice to each Claimant when they deem it appropriate to do so, subject to the requirements of the Bankruptcy Code, the Bankruptcy Rules, and any further order of this Court.

The Debtors shall schedule the further hearing upon each Contested Claim to a Claims Hearing of the Debtors' election:

- (A) for a non-evidentiary hearing to address the legal sufficiency of the particular proof of claim and whether the proof of claim states a claim against the asserted Debtor under Bankruptcy Rule 7012 (a "Sufficiency Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit B (a "Notice Of Sufficiency Hearing") and a copy of this Order at least 20 business days prior to the date of such Sufficiency Hearing, or
- (B) for an evidentiary hearing on the merits of such Contested Claim (a "Claims Objection Hearing"), by serving upon the relevant Claimant by facsimile or overnight delivery, and filing with this Court, a notice substantially in the form attached hereto as Exhibit C (a "Notice Of Claims Objection Hearing" and, collectively with the Notice of Sufficiency Hearing, the "Notices of Hearing") and a copy of this Order at least 65 calendar days prior to the date of such Claims Objection Hearing.
- (ii) The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Court and the Claimant at least five business days prior to the date of the scheduled hearing; <u>provided</u>, <u>however</u>, that the hearing on any Contested Claim shall not be adjourned for more than a total of 180 calendar days from date of service of the initial Notice of Hearing set forth in paragraph 9(a)(i)(A) and (B) above without consent of the Claimant with respect thereto, unless otherwise ordered by the Court.

(b) Sufficiency Hearing Procedures.

- (i) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Debtors wish to file a supplemental pleading, they shall file and serve their pleading no later than ten calendar days before the scheduled Sufficiency Hearing. The supplemental pleading shall not exceed fifteen single-sided, double-spaced pages.
- (ii) To the extent that a Contested Claim is adjourned to a Sufficiency Hearing, if the Claimant wishes to file a supplemental response, the Claimant shall file and serve its response no later than two business days before the scheduled Sufficiency Hearing. The supplemental response shall not exceed fifteen single-sided, double-spaced pages.
- (iii) To the extent that this Court determines upon conclusion of the Sufficiency Hearing that a Contested Claim cannot be disallowed in whole or in part without further proceedings, the Debtors shall provide to the Claimant a Notice Of Claims Objection Hearing pursuant to the procedures set forth above.

(c) Mandatory Meet And Confer.

(i) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), (B) the Claimant (if an individual) or the Claimant's principal place of

business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, and (C) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold an in-person meet and confer (an "In-Person Meet and Confer") at a neutral location in Troy, Michigan, or such other location as is reasonably acceptable to the Debtors, within ten business days of service of the Notice Of Claims Objection Hearing.

- (ii) If (A) (1) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000, (2) a Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, or (3) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, and (B) such Contested Claim is scheduled by the Debtors for a Claims Objection Hearing, the Debtors and the relevant Claimant shall hold a telephonic meet and confer (a "Telephonic Meet and Confer" and, collectively with In-Person Meet and Confers, the "Meet and Confers") within ten business days of service of the Notice Of Claims Objection Hearing.
- (iii) The following representatives of each of the Debtors and the Claimant shall attend the Meet and Confer: (A) counsel for each of the parties, except for a Claimant proceeding <u>pro se</u>, who shall be prepared to discuss the matter described in paragraph 9 (k) below, and (B) a person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of the Debtors and the Claimant, respectively; <u>provided</u>, <u>however</u>, that counsel for each of the parties may participate in the Meet and Confer telephonically.
- (iv) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Meet and Confer in good faith.
- (d) <u>Debtors' Statement Of Disputed Issues</u>. Within five business days after service of the Notice Of Claims Objection Hearing, the Debtors shall file and serve a written statement of disputed issues (the "Statement Of Disputed Issues") upon the Claimant. The Statement Of Disputed Issues shall contain a concise statement summarily setting forth the primary reasons why the claim should be disallowed, expunged, reduced, or reclassified as set forth in the claims objection, including, but not limited to, the material factual and legal bases upon which the Debtors will rely in prosecuting the claims objection, without prejudice to the Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Contested Claim. The Statement of Disputed Issues shall also include documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim, without prejudice to the Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Contested Claim; <u>provided</u>, <u>however</u>, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Statement of Disputed Issues; <u>provided further</u>, <u>however</u>, that the Debtors shall disclose to the Claimant all information and

provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected, subject to appropriate confidentiality constraints.

- (e) <u>Claimant's Supplemental Response</u>. The following procedures apply to the Claimant's written supplemental response (the "Supplemental Response"), subject to modification pursuant to paragraph 9(k), filed in connection with a Claims Objection Hearing for a Contested Claim:
- (i) The Claimant may file and serve its Supplemental Response (with a copy to chambers) no later than 30 business days prior to commencement of the Claims Objection Hearing. The Supplemental Response shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Claimant relies on exhibits, the Claimant shall include such exhibits in its Supplemental Response (other than those previously included with either its Proof of Claim or its Response); provided, however, that the Claimant need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Response; provided further, however, that the Claimant shall disclose to the Debtors all information and provide copies of all documents that the Claimant believes to be confidential, proprietary, or otherwise protected and upon which the Claimant intends to rely in support of its Contested Claim, subject to appropriate confidentiality constraints. The Claimant shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Response, as appropriate.
- (iii) The Supplemental Response may include affidavits or declarations from no more than two witnesses setting forth the basis of the Contested Claim and evidence supporting the Contested Claim; provided, however, that if the Claimant intends to call a person not under such Claimant's control at the hearing, the Claimant shall, in lieu of an affidavit or declaration of such person, identify such person, the Claimant's basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, such affiant or declarant's affidavit or declaration shall be stricken. The Claimant shall not be permitted to elicit any direct testimony at the Claims Objection Hearing; instead, the affidavit or declaration submitted with the Supplemental Response, or such witnesses' deposition transcript if the witnesses were not under the Claimant's control, shall serve as the witnesses' direct testimony and the Debtors may cross examine the witnesses at the Claims Objection Hearing, or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Claimant.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Claimant timely filed a Supplemental Response, the Claimant may file and serve (with a copy to chambers) an amended Supplemental Response and a supplemental affidavit or declaration on behalf of each of its witnesses solely for the purpose of supplementing the Supplemental Response and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Response shall be subject to the page limitations set forth above.

- (f) <u>Debtors' Supplemental Reply</u>. The following procedures shall apply to the Debtors' written supplemental reply, if any (the "Supplemental Reply"), subject to modification pursuant to paragraph 9(k) below, filed in connection with a Claims Objection Hearing with respect to a Contested Claim:
- (i) The Debtors may file and serve (with a copy to chambers) a Supplemental Reply no later than 20 business days prior to commencement of the Claims Objection Hearing. The Supplemental Reply shall not exceed 20 single-sided, double-spaced pages (exclusive of exhibits or affidavits).
- (ii) If the Debtors rely on exhibits, the Debtors shall include such exhibits in their Supplemental Reply (other than those previously included with either their objection or reply); provided, however, that the Debtors need not disclose confidential, proprietary, or otherwise protected information in the Supplemental Reply; provided further, however, that the Debtors shall disclose to the Claimant all information and provide copies of all documents that the Debtors believe to be confidential, proprietary, or otherwise protected and upon which the Debtors intend to rely in support of their objection, subject to appropriate confidentiality constraints. The Debtors shall include a certificate of counsel or a declaration or affidavit authenticating any documents attached to the Supplemental Reply.
- (iii) The Supplemental Reply may include affidavits or declarations from no more than two witnesses setting forth the Debtors' basis for objecting to the Contested Claim and evidence in support of such objection to the Contested Claim; provided, however, that if the Debtors intend to call a person not under the Debtors' control at the hearing, the Debtors shall, in lieu of an affidavit or declaration of such person, identify such person, the Debtors' basis for calling such person as a witness, and the reason that it did not file an affidavit or declaration of such person. If an affiant or declarant does not attend the Claims Objection Hearing, as appropriate, such affiant or declarant's affidavit or declaration shall be stricken. The Debtors shall not be permitted to elicit any direct testimony at the Claims Objection Hearing, instead, the affidavit or declaration submitted with the Supplemental Reply, or such witnesses' deposition transcript if the witnesses were not under the Debtors' control, shall serve as the witnesses' direct testimony and the Claimant may cross examine the witnesses at the Claims Objection Hearing or counter-designate deposition testimony. No other or additional witnesses may introduce evidence at the hearing on behalf of the Debtors.
- (iv) No later than three business days prior to commencement of the Claims Objection Hearing, if the Debtors timely filed a Supplemental Reply, the Debtors may file and serve (with a copy to chambers) an amended Supplemental Reply and a supplemental affidavit or declaration on behalf of each of their witnesses solely for the purpose of supplementing the Supplemental Reply and the witnesses' prior affidavits or declarations with respect to matters adduced through the discovery provided by these Claims Hearing Procedures; provided that the amended Supplemental Reply shall be subject to the page limitations set forth above.
- (g) <u>Mandatory Non-Binding Summary Mediation</u>. Except as set forth below, at least 15 business days prior to commencement of the Claims Objection Hearing, the Debtors and the Claimant shall submit to mandatory non-binding summary mediation (each, a

"Mediation") in an effort to consensually resolve the Contested Claim. The Mediation shall be governed by General Order M-143 except as follows. The following procedures shall apply to each Mediation, subject to modification pursuant to paragraph 9(k) below:

- (i) Each Mediation shall be assigned to one of the mediators listed by the Debtors on Exhibit D hereto (each, a "Mediator"). The Debtors and the Claimant shall agree upon the Mediator at the Meet and Confer; provided that, if the Debtors and the Claimant are unable to agree upon a Mediator, the parties shall promptly report such inability to agree to the Court.
- (ii) The Mediator shall not have the authority to require either the Debtors or the Claimant to provide any additional briefing with respect to the Mediation.
- (iii) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000) and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located within 90 miles of Troy, Michigan, the Mediation shall be held at a neutral location in Troy, Michigan.
- (iv) If (A) (1) the amount in dispute for a Contested Claim exceeds \$1,000,000 or (2) a Contested Claim asserts unliquidated claims (unless the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000), and (B) the Claimant (if an individual) or the Claimant's principal place of business (if a governmental unit or a person, as defined in section 101(41) of the Bankruptcy Code, other than an individual) is located more than 90 miles from Troy, Michigan, the Mediation shall be held at a neutral location reasonably acceptable to the Debtors and the Claimant; provided that, if the Debtors and the Claimant are unable to agree upon a neutral location at the Meet and Confer, the parties shall promptly report such inability to agree to the Court.
- (v) If (A) the amount in dispute for a Contested Claim is less than or equal to \$1,000,000 or (B) the Contested Claim asserts unliquidated claims and the Claimant with respect thereto irrevocably agrees in writing that the allowed amount of such Contested Claim shall be limited to a maximum of \$1,000,000, participation in Mediation shall be voluntary and any Mediation may be held telephonically at either the Debtors' or the Claimant's request.
- (vi) A person possessing ultimate authority to reconcile, settle, or otherwise resolve the Contested Claim on behalf of each of the Debtors and the Claimant shall attend an in-person Mediation or participate in a telephonic Mediation, if any; <u>provided</u>, <u>however</u>, that the Debtors' counsel will not be precluded from attending and participating in a Mediation in the event that the claimant elects not to have its counsel attend or participate in a Mediation.
- (vii) Absent consent of each of the Claimant and the Debtors, the length of the Mediation shall be limited to one day.

- (viii) The Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the foregoing procedures or conduct the Mediation in good faith.
- (ix) The Debtors and the Claimant shall each bear its own costs in participating in the Mediation. The Debtors are hereby authorized to pay the Mediator's fees.
- (h) <u>Claims Objection Hearing Discovery</u>. If a Claims Objection Hearing is scheduled for a particular Contested Claim, the Debtors and the Claimant shall be bound by the following discovery procedures, which shall otherwise be governed by the Bankruptcy Rules, subject to modification pursuant to paragraph 9(k) below:
- (i) No later than five business days after service of the Supplemental Response, the Debtors may request:
- (A) That the Claimant produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Claimant respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Claimant respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (ii) No later than five business days after service of the Supplemental Reply, the Claimant may request:
- (A) That the Debtors produce documents relevant to the Contested Claim. Documents shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (B) That the Debtors respond to no more than 15 interrogatories, including discrete subparts. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (C) That the Debtors respond to no more than ten requests for admission. Responses shall be produced at least ten business days prior to commencement of the Claims Objection Hearing.
- (iii) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Debtors may, at their election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Claimant's Supplemental Response. Each deposition shall not exceed three hours.

- (iv) No earlier than fifteen business days prior to the commencement of the Claims Objection Hearing, but at least five business days prior to commencement of the Claims Objection Hearing, the Claimant may, at its election, take the deposition upon oral examination of each witness whose affidavit or declaration was proffered in support of the Debtors' Supplemental Reply. Each deposition shall not exceed three hours.
- (v) Except as provided in paragraph 9(g)(vi) above, nothing in this Order alters any obligation of opposing counsel with regard to communications with non-counsel opponents or any applicable law regarding corporations or other business entities to be represented by counsel.
- (i) Conduct Of The Claims Objection Hearing. The Debtors and the Claimant shall each be permitted, subject to modification pursuant to paragraph 9(k) below, no more than one hour to present their respective cases, inclusive of time cross-examining their opponent's witnesses and making argument to the Court. The parties shall coordinate with each other in advance of the hearing with respect to, joint exhibit binders, stipulated admission of evidence, anticipated disputes regarding the admission of particular evidence and any designated deposition testimony.
- Estimation Based Upon Claimant's Asserted Estimated Amount. To the (i) extent that a Contested Claim would be subject to estimation pursuant to section 502(c) of the Bankruptcy Code and the Debtors have sought authority to estimate such Contested Claim pursuant to an omnibus claims objection and/or a motion to estimate claims, if the Claimant has filed a Response in accordance with the procedures outlined above which (i) acknowledges that the Contested Claim is contingent or fully or partially unliquidated and (ii) provides the amount that the Claimant believes would be the allowable amount of such Contested Claim upon liquidation of the Contested Claim or occurrence of the contingency, as appropriate (the "Claimant's Asserted Estimated Amount"), the Debtors are hereby authorized, in their sole discretion, to elect to provisionally accept the Claimant's Asserted Estimated Amount as the estimated amount of such Contested Claim pursuant to section 502(c) of the Bankruptcy Code for all purposes other than allowance, but including voting and establishing reserves for purposes of distribution, subject to further objection and reduction as appropriate and section 502(j) of the Bankruptcy Code. The Debtors' election shall be made by serving the Claimant with a Notice Of Election To Accept Claimant's Asserted Estimated Amount in the form attached hereto as Exhibit E. The Contested Claim will otherwise remain subject in all respects to the procedures outlined herein.
- (k) <u>Ability To Modify Procedures By Agreement Or Order Of Court.</u> At the Meet and Confer, the parties shall discuss discovery parameters, briefing, evidence to be presented, the timing outlined herein, and any modifications thereto that are necessary due to the facts and circumstances of the relevant Contested Claim. Should the parties be unable to agree on reasonable modifications to these Claim Hearing Procedures, if any, either party may request that the Court promptly schedule a teleconference to consider such proposed modifications. No discovery, testimony, or motion practice other than that described herein, as modified, shall be permitted, unless otherwise agreed by the parties or ordered by the Court.

- 10. The procedures approved herein shall not apply to claims filed by Banc of America Securities LLC (as to proof of claim number 10758), Barclays Capital Inc. (as to proof of claim number 11658), Bear, Stearns & Co. Inc. (as to proof of claim number 10732), Cadence Innovation LLC, Citigroup Global Markets, Inc. (as to proof of claim number 10731), Credit Suisse Securities (USA) LLC (as to proof of claim number 10763), Merrill Lynch, Peirce, Fenner & Smith Inc. (as to proof of claim number 10761), Morgan Stanley & Co. Inc. (as to proof of claim number 10762), the Pension Benefit Guaranty Corporation, Robert Bosch GmbH, the State of California Environmental Protection Agency, the State of Michigan Environmental Protection Agency, the State of Ohio Environmental Protection Agency, Technology Properties, Ltd., UBS Securities LLC (as to proof of claim number 10759), the United States Environmental Protection Agency, and Wachovia Capital Markets, LLC (as to proof of claim number 10760) (collectively, the "Excluded Parties") for any purpose, including, but not limited to, any objections to such claims or other litigation in respect of such claims; provided, however, that nothing contained herein shall preclude any of the Excluded Parties or the Debtors, after notice and an opportunity to be heard, from seeking to establish appropriate alternative claims resolution procedures.
- 11. With respect to the claim of Gary Whitney ("Mr. Whitney") (claim number 10157) and NuTech Plastics Engineering, Inc. ("NuTech") (claim number 1279 against Delphi Automotive Systems LLC), nothing in this Order shall limit Mr. Whitney's or NuTech's ability to request relief from the automatic stay provisions under section 362 of the Bankruptcy Code subject to the Debtors' right to object to such request.
- 12. The Debtors shall not serve a Notice of Hearing on Orix Warren, LLC ("Orix Warren") with respect to proof of claim number 10202 until the earliest of the following

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to occur: (a) the Debtors assume the lease between Delphi Automotive Systems LLC and Orix

Warren with respect to property located at 4551 Research Parkway in Warren, Ohio (the "Orix

Lease"), (b) the Debtors reject the Orix Lease, or (c) the Orix Lease terminates or is terminated

pursuant to its terms.

13. Nothing in this Order shall preclude any right to seek estimation of a claim

under section 502(c) of the Bankruptcy Code, any right to seek relief from the automatic stay

under section 362 of the Bankruptcy Code to liquidate a claim in a different forum, any right to

seek protection of information under section 107(b) of the Bankruptcy Code or any right not

specifically addressed in this Order.

14. This Court shall retain jurisdiction to hear and determine all matters

arising from the implementation of this order.

15. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for

the United States Bankruptcy Court for the Southern District of New York for the service and

filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York December 6, 2006

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

15

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, <u>et al.</u>, : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

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NOTICE OF ENTRY OF ORDER WITH RESPECT TO [_____] OMNIBUS CLAIMS OBJECTION

Court for the Southern District of New York entered a [title of order] (the "Order").

PLEASE TAKE FURTHER NOTICE THAT a copy of the Order, excluding exhibits, is attached hereto.

PLEASE TAKE FURTHER NOTICE that the proof of claim listed below, which you filed against Delphi Corporation and/or other of its subsidiaries and affiliates that are debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), was the subject of the Order and was listed on Exhibit __ to the Order and was accordingly disallowed and expunged, unless otherwise provided below in the column entitled "Treatment Of Claim."

Date Filed	Claim Number	Asserted Claim Amount ¹	Basis For Objection	Treatment Of Claim	Surviving Claim Number (if any)

¹ Asserted Claim Amounts listed as \$0.00 generally reflect that the claim amount asserted is unliquidated.

PLEASE TAKE FURTHER NOTICE that you may view the complete exhibits to the Order by requesting a copy from the claims and noticing agent in the above-captioned chapter 11 cases, Kurtzman Carson Consultants LLC, at 1-888-259-2691 or by accessing the Debtors' Legal Information Website at www.delphidocket.com.

Dated: New York, New York _______, 200_

BY ORDER OF THE COURT

John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

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(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a sufficiency hearing (the "Sufficiency Hearing") to address the legal sufficiency of the Proof of Claim and whether the Proof of Claim states a colorable claim against the asserted Debtor is hereby scheduled for ______, 200_, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Sufficiency Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York
		, 2	.00_	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:_______Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF CLAIMS OBJECTION HEARING WITH RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. [____]

PLEASE TAKE NOTICE that on _______, 200_, Delphi Corporation and certain

of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

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(collectively, the "Debtors"), objected to proof of claim number _____ (the "Proof of Claim") filed by _____ (the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims Objection] (the "Objection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ____, 2006 (the "Order"), a claims objection hearing (the "Claims Objection Hearing") for purposes of holding an evidentiary hearing on the merits of the Proof of Claim is hereby scheduled for _______, 200__, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that the Claims Objection Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim. A copy of the Order is attached hereto for your convenience.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated:	New	York,	New	York
		, 2	200_	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:____ Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036 (212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

EXHIBIT D

LIST OF MEDIATORS

Lawrence Abramcyzk

Marc Abrams

Ronald Barliant

Michael Baum

Morton Collins

Susan Cook

Samuel Damren

Eugene Driker

Jonathan Flaxer

Rozanne Giunta

Erwin Katz

Edward Moran

Alan Nisselson

Thomas Plunkett

Marty Reisig

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

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Thomas J. Matz (TM 5986)

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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF DEBTORS' ELECTION TO ACCEPT CLAIMANT'S ASSERTED ESTIMATED AMOUNT FOR PROOF OF CLAIM NUMBER [_____]

PLEASE TAKE NOTICE that on _______, 200_, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases

(collectively, the "	Debtors"), objected to proof of claim number (the "Proof of Claim")
filed by	(the "Claimant") pursuant to the [Title Of Applicable Omnibus Claims
Objection] (the "O	bjection").

PLEASE TAKE FURTHER NOTICE that pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December ___, 2006 (the "Order"), the Debtors hereby provide notice that the Debtors elect to accept the Claimant's Asserted Estimated Amount as the estimated amount of the Proof of Claim pursuant to section 502(c) of the Bankruptcy Code as set forth in the Objection. A copy of the Order is attached hereto.

PLEASE TAKE FURTHER NOTICE that any hearing scheduled pursuant to the Order is hereby cancelled.

PLEASE TAKE FURTHER NOTICE that the Debtors' election to accept the Claimant's Asserted Estimated Amount is without prejudice to the Debtors' right to object to any other claims in these chapter 11 cases, or to further object to the Proof of Claim, on any grounds whatsoever.

Dated:	New	York,	New	York
		, 2	200_	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By:
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

By:

Kayalyn A. Marafioti (KM 9632)

Thomas J. Matz (TM 5986)

Four Times Square

New York, New York 10036

(212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

EXHIBIT G

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DPH Holdings Corp.

Special Parties

Company	Address1	City	State	Zip
Veenstra Charles K	631 Windsor Run	Bloomfield Hills	MI	48304

EXHIBIT H

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DPH Holdings Corp.
Special Parties

Company	Address1	City	State	Zip
Robert E Dettinger	4255 St Cloud Wy	Cleves	ОН	45002-2323

EXHIBIT I

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DPH Holdings Corp.
Special Parties

Company	Address1	City	State	Zip
Gardner Anthony N	9217 Canyon Mesa Dr	Las Vegas	NV	89144-1528